



ANNUAL STATEMENT
FOR THE YEAR ENDING DECEMBER 31, 2015
OF THE CONDITION AND AFFAIRS OF THE

Blue Cross Complete of Michigan LLC

NAIC Group Code 00572 , 00572 NAIC Company Code 11557 Employer's ID Number 47-2582248
(Current Period) (Prior Period)

Organized under the Laws of Michigan , State of Domicile or Port of Entry Michigan

Country of Domicile United States

Licensed as business type: Life, Accident & Health [] Property/Casualty [] Hospital, Medical & Dental Service or Indemnity []
Dental Service Corporation [] Vision Service Corporation [] Health Maintenance Organization [X]
Other [] Is HMO, Federally Qualified? Yes [] No [X]

Incorporated/Organized 12/18/2014 Commenced Business 01/01/2003

Statutory Home Office 100 Galleria Officentre, Suite 210 , Southfield, MI, US 48304
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 200 Stevens Drive
(Street and Number)
Philadelphia, PA, US 19113 215-937-8000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 100 Galleria Officentre, Suite 210 , Southfield, MI, US 48304
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 200 Stevens Drive
(Street and Number)
Philadelphia, PA, US 19113 215-937-8000
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number) (Extension)

Internet Web Site Address MiBlueCrossComplete.com

Statutory Statement Contact Dawn Marie Vacheresse , 248-663-7395
(Name) (Area Code) (Telephone Number) (Extension)
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(E-Mail Address) (Fax Number)

OFFICERS

Name	Title	Name	Title
<u>Steven Harvey Bohner #</u>	<u>Treasurer</u>	<u>Robert Howard Gilman, Esquire #</u>	<u>Secretary</u>
<u>James Michael Jernigan #</u>	<u>President</u>		

OTHER OFFICERS

DIRECTORS OR TRUSTEES

<u>Eileen Mary Coggins #</u>	<u>James Michael Jernigan #</u>	<u>Mark Robert Bartlett #</u>	<u>Lynda Marie Rossi #</u>
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State of Pennsylvania
County of Delaware

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The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

<u>Steven Harvey Bohner</u> Treasurer	<u>Robert Howard Gilman, Esquire</u> Secretary	<u>James Michael Jernigan</u> President
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Subscribed and sworn to before me this _____ day of February, 2016

a. Is this an original filing? Yes [X] No []
b. If no:
1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

ASSETS

	Current Year			Prior Year
	1	2	3	4
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	Net Admitted Assets
1. Bonds (Schedule D).....	0		0	24,526,763
2. Stocks (Schedule D):				
2.1 Preferred stocks	0		0	0
2.2 Common stocks	0		0	0
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ encumbrances).....			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$106,664,726 , Schedule E-Part 1), cash equivalents (\$0 , Schedule E-Part 2) and short-term investments (\$2,488,117 , Schedule DA).....	109,152,843		109,152,843	55,349,994
6. Contract loans (including \$ premium notes).....			0	0
7. Derivatives (Schedule DB).....	0		0	0
8. Other invested assets (Schedule BA)	0		0	738,051
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets (Schedule DL).....			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	109,152,843	0	109,152,843	80,614,808
13. Title plants less \$ charged off (for Title insurers only).....			0	0
14. Investment income due and accrued			0	429,351
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection			0	90,512
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums).....			0	0
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset.....	3,683,045	816,000	2,867,045	0
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software.....			0	0
21. Furniture and equipment, including health care delivery assets (\$)			0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	677,699	677,699	0	96,613
24. Health care (\$3,431,683) and other amounts receivable.....	4,763,820	1,332,137	3,431,683	7,991,019
25. Aggregate write-ins for other-than-invested assets	3,115,688	3,115,688	0	2,467
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	121,393,095	5,941,524	115,451,571	89,224,770
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	0
28. Total (Lines 26 and 27)	121,393,095	5,941,524	115,451,571	89,224,770
DETAILS OF WRITE-INS				
1101.			0	
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Prepaid Expenses.....	115,688	115,688	0	
2502. Intangible Asset.....	3,000,000	3,000,000	0	
2503. Miscellaneous Receivables.....			0	2,467
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	3,115,688	3,115,688	0	2,467

LIABILITIES, CAPITAL AND SURPLUS

	Current Year			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$250,000 reinsurance ceded)	33,705,271		33,705,271	27,943,441
2. Accrued medical incentive pool and bonus amounts	1,700,001		1,700,001	1,204,587
3. Unpaid claims adjustment expenses	623,754		623,754	1,384,905
4. Aggregate health policy reserves, including the liability of \$ for medical loss ratio rebate per the Public Health Service Act.....			0	3,610,000
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserves			0	0
7. Aggregate health claim reserves.....			0	0
8. Premiums received in advance			0	0
9. General expenses due or accrued	8,979,683		8,979,683	2,625,249
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized capital gains (losses)).....			0	0
10.2 Net deferred tax liability			0	0
11. Ceded reinsurance premiums payable			0	327,670
12. Amounts withheld or retained for the account of others	21,558,308		21,558,308	12,416,718
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	8,450,634		8,450,634	8,315,864
16. Derivatives.....		0	0	0
17. Payable for securities			0	523,074
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers).....			0	0
20. Reinsurance in unauthorized and certified (\$) companies.....			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including \$ current)	2,578,051	0	2,578,051	182,735
24. Total liabilities (Lines 1 to 23).....	77,595,702	0	77,595,702	58,534,243
25. Aggregate write-ins for special surplus funds	XXX	XXX	4,080,480	0
26. Common capital stock	XXX	XXX		0
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	44,000,001	22,250,000
29. Surplus notes	XXX	XXX		30,000,000
30. Aggregate write-ins for other-than-special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	(10,224,612)	(21,559,473)
32. Less treasury stock, at cost:				
32.1 .....shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 .....shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	37,855,869	30,690,527
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	115,451,571	89,224,770
DETAILS OF WRITE-INS				
2301. Stale Dated Checks.....	339,871		339,871	182,735
2302. HMO Use Tax Payable.....	1,116,662		1,116,662	
2303. Claims Tax Liability.....	1,121,518		1,121,518	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	2,578,051	0	2,578,051	182,735
2501. Subsequent Year Affordable Care Act Assessment.....	XXX	XXX	4,080,480	
2502.	XXX	XXX		
2503.	XXX	XXX		
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	4,080,480	0
3001.	XXX	XXX		
3002.	XXX	XXX		
3003.	XXX	XXX		
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year		Prior Year
	1 Uncovered	2 Total	3 Total
1. Member Months.....	XXX	1,036,110	736,371
2. Net premium income (including \$0 non-health premium income).....	XXX	418,451,930	257,216,525
3. Change in unearned premium reserves and reserve for rate credits	XXX		0
4. Fee-for-service (net of \$ medical expenses)	XXX		0
5. Risk revenue	XXX		0
6. Aggregate write-ins for other health care related revenues	XXX	0	2,035,022
7. Aggregate write-ins for other non-health revenues	XXX	0	0
8. Total revenues (Lines 2 to 7)	XXX	418,451,930	259,251,547
Hospital and Medical:			
9. Hospital/medical benefits		186,233,362	178,180,587
10. Other professional services		16,400,326	8,165,338
11. Outside referrals			0
12. Emergency room and out-of-area		17,002,722	15,328,304
13. Prescription drugs		41,357,394	29,131,022
14. Aggregate write-ins for other hospital and medical.....	0	93,935,796	0
15. Incentive pool, withhold adjustments and bonus amounts.....		2,464,660	1,381,673
16. Subtotal (Lines 9 to 15)	0	357,394,260	232,186,924
Less:			
17. Net reinsurance recoveries		(1,345,592)	3,592,304
18. Total hospital and medical (Lines 16 minus 17)	0	358,739,852	228,594,620
19. Non-health claims (net).....			0
20. Claims adjustment expenses, including \$4,921,564 cost containment expenses.....		11,809,096	8,692,098
21. General administrative expenses.....		53,119,268	35,220,278
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....		(3,610,000)	638,155
23. Total underwriting deductions (Lines 18 through 22)	0	420,058,216	273,145,151
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	(1,606,286)	(13,893,604)
25. Net investment income earned (Exhibit of Net Investment Income, Line 17).....		196,020	191,009
26. Net realized capital gains (losses) less capital gains tax of \$		251,685	8
27. Net investment gains (losses) (Lines 25 plus 26)	0	447,705	191,017
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]		0	0
29. Aggregate write-ins for other income or expenses	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29).....	XXX	(1,158,581)	(13,702,587)
31. Federal and foreign income taxes incurred	XXX		0
32. Net income (loss) (Lines 30 minus 31)	XXX	(1,158,581)	(13,702,587)
DETAILS OF WRITE-INS			
0601. Michigan Health Insurance Claims Assessment Collected From MDCH.....	XXX		2,035,022
0602.	XXX		
0603.	XXX		
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	0	2,035,022
0701.	XXX		
0702.	XXX		
0703.	XXX		
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	0	0
1401. Durable Medical Equipment.....		176,690	
1402. Alternative Medical Cost.....		121,481	
1403. Provider Passthrough Expenses.....		93,291,162	
1498. Summary of remaining write-ins for Line 14 from overflow page	0	346,463	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	93,935,796	0
2901.			
2902.			
2903.			
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1 Current Year	2 Prior Year
CAPITAL & SURPLUS ACCOUNT		
33. Capital and surplus prior reporting year	30,690,527	12,809,284
34. Net income or (loss) from Line 32	(1,158,581)	(13,702,587)
35. Change in valuation basis of aggregate policy and claim reserves		0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$	61,628	166,769
37. Change in net unrealized foreign exchange capital gain or (loss)		0
38. Change in net deferred income tax	3,683,045	0
39. Change in nonadmitted assets	(5,206,281)	(582,939)
40. Change in unauthorized and certified reinsurance	0	0
41. Change in treasury stock	0	0
42. Change in surplus notes	(30,000,000)	30,000,000
43. Cumulative effect of changes in accounting principles		0
44. Capital Changes:		
44.1 Paid in	0	0
44.2 Transferred from surplus (Stock Dividend)		0
44.3 Transferred to surplus		0
45. Surplus adjustments:		
45.1 Paid in	21,750,001	2,000,000
45.2 Transferred to capital (Stock Dividend)	0	0
45.3 Transferred from capital	22,250,000	0
46. Dividends to stockholders		0
47. Aggregate write-ins for gains or (losses) in surplus	(4,214,470)	0
48. Net change in capital and surplus (Lines 34 to 47)	7,165,342	17,881,243
49. Capital and surplus end of reporting year (Line 33 plus 48)	37,855,869	30,690,527
DETAILS OF WRITE-INS		
4701. Merger consideration (Note 3 (b))	(4,214,470)	
4702.		
4703.		
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	(4,214,470)	0

CASH FLOW

Cash from Operations	1	2
	Current Year	Prior Year
1. Premiums collected net of reinsurance	418,214,772	257,519,919
2. Net investment income	761,921	67,047
3. Miscellaneous income	0	2,035,022
4. Total (Lines 1 through 3)	418,976,693	259,621,988
5. Benefit and loss related payments	348,520,166	216,673,661
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0
7. Commissions, expenses paid and aggregate write-ins for deductions	59,335,081	40,255,195
8. Dividends paid to policyholders		0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	0	0
10. Total (Lines 5 through 9)	407,855,247	256,928,856
11. Net cash from operations (Line 4 minus Line 10)	11,121,446	2,693,132
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	24,640,917	70,903
12.2 Stocks	0	0
12.3 Mortgage loans	0	0
12.4 Real estate	0	0
12.5 Other invested assets	799,678	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	981	8
12.7 Miscellaneous proceeds	1	523,074
12.8 Total investment proceeds (Lines 12.1 to 12.7)	25,441,577	593,985
13. Cost of investments acquired (long-term only):		
13.1 Bonds	0	22,781,348
13.2 Stocks	0	0
13.3 Mortgage loans	0	0
13.4 Real estate	0	0
13.5 Other invested assets	0	0
13.6 Miscellaneous applications	523,074	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	523,074	22,781,348
14. Net increase (decrease) in contract loans and premium notes	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	24,918,503	(22,187,363)
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes	(30,000,000)	30,000,000
16.2 Capital and paid in surplus, less treasury stock	44,000,001	2,000,000
16.3 Borrowed funds	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities		0
16.5 Dividends to stockholders	0	0
16.6 Other cash provided (applied)	3,762,899	10,253,023
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	17,762,900	42,253,023
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	53,802,849	22,758,792
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	55,349,994	32,591,202
19.2 End of year (Line 18 plus Line 19.1)	109,152,843	55,349,994

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE Blue Cross Complete of Michigan LLC

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Net premium income	418,451,930	0	0	0	0	0	0	418,451,930	0	0
2. Change in unearned premium reserves and reserve for rate credit	0									
3. Fee-for-service (net of \$ medical expenses)	0									XXX
4. Risk revenue.....	0									XXX
5. Aggregate write-ins for other health care related revenues.....	0	0	0	0	0	0	0	0	0	XXX
6. Aggregate write-ins for other non-health care related revenues	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
7. Total revenues (Lines 1 to 6)	418,451,930	0	0	0	0	0	0	418,451,930	0	0
8. Hospital/medical benefits	186,233,362							186,233,362		XXX
9. Other professional services	16,400,326							16,400,326		XXX
10. Outside referrals	0									XXX
11. Emergency room and out-of-area	17,002,722							17,002,722		XXX
12. Prescription drugs	41,357,394							41,357,394		XXX
13. Aggregate write-ins for other hospital and medical.....	93,935,796	0	0	0	0	0	0	93,935,796	0	XXX
14. Incentive pool, withhold adjustments and bonus amounts.....	2,464,660							2,464,660		XXX
15. Subtotal (Lines 8 to 14)	357,394,260	0	0	0	0	0	0	357,394,260	0	XXX
16. Net reinsurance recoveries	(1,345,592)							(1,345,592)		XXX
17. Total hospital and medical (Lines 15 minus 16)	358,739,852	0	0	0	0	0	0	358,739,852	0	XXX
18. Non-health claims (net)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
19. Claims adjustment expenses including \$ cost containment expenses.....	11,809,096							11,809,096		
20. General administrative expenses	53,119,268							53,119,268		
21. Increase in reserves for accident and health contracts	(3,610,000)							(3,610,000)		XXX
22. Increase in reserves for life contracts.....	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
23. Total underwriting deductions (Lines 17 to 22)	420,058,216	0	0	0	0	0	0	420,058,216	0	0
24. Net underwriting gain or (loss) (Line 7 minus Line 23)	(1,606,286)	0	0	0	0	0	0	(1,606,286)	0	0
DETAILS OF WRITE-INS										
0501.	0									XXX
0502.	0									XXX
0503.	0									XXX
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0	0	0	0	0	0	0	XXX
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 5 above)	0	0	0	0	0	0	0	0	0	XXX
0601.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0602.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0603.		XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
0698. Summary of remaining write-ins for Line 6 from overflow page.....	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	0	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0
1301. Durable Medical Equipment.....	176,690							176,690		XXX
1302. Alternative Medical Cost.....	121,481							121,481		XXX
1303. Provider Passthrough Expenses.....	93,291,162							93,291,162		XXX
1398. Summary of remaining write-ins for Line 13 from overflow page	346,463	0	0	0	0	0	0	346,463	0	XXX
1399. Totals (Lines 1301 through 1303 plus 1398) (Line 13 above)	93,935,796	0	0	0	0	0	0	93,935,796	0	XXX

UNDERWRITING AND INVESTMENT EXHIBIT
PART 1 - PREMIUMS

	1	2	3	4
Line of Business	Direct Business	Reinsurance Assumed	Reinsurance Ceded	Net Premium Income (Cols. 1+2-3)
1. Comprehensive (hospital and medical)				0
2. Medicare Supplement				0
3. Dental only.....				0
4. Vision only.....				0
5. Federal Employees Health Benefits Plan				0
6. Title XVIII - Medicare				0
7. Title XIX - Medicaid.....	422,544,050		4,092,120	418,451,930
8. Other health.....				0
9. Health subtotal (Lines 1 through 8)	422,544,050	0	4,092,120	418,451,930
10. Life				0
11. Property/casualty.....				0
12. Totals (Lines 9 to 11)	422,544,050	0	4,092,120	418,451,930

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE Blue Cross Complete of Michigan LLC

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2 – CLAIMS INCURRED DURING THE YEAR

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non- Health
1. Payments during the year:										
1.1 Direct	347,824,791							347,824,791		
1.2 Reinsurance assumed	0									
1.3 Reinsurance ceded	1,273,871							1,273,871		
1.4 Net	346,550,920	0	0	0	0	0	0	346,550,920	0	0
2. Paid medical incentive pools and bonuses	1,969,246							1,969,246		
3. Claim liability December 31, current year from Part 2A:										
3.1 Direct	33,955,274	0	0	0	0	0	0	33,955,274	0	0
3.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
3.3 Reinsurance ceded	250,000	0	0	0	0	0	0	250,000	0	0
3.4 Net	33,705,274	0	0	0	0	0	0	33,705,274	0	0
4. Claim reserve December 31, current year from Part 2D:										
4.1 Direct	0									
4.2 Reinsurance assumed	0									
4.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0
4.4 Net	0	0	0	0	0	0	0	0	0	0
5. Accrued medical incentive pools and bonuses, current year	1,700,001							1,700,001		
6. Net healthcare receivables (a).....	(3,962,442)							(3,962,442)		
7. Amounts recoverable from reinsurers December 31, current year	0							0		
8. Claim liability December 31, prior year from Part 2A:										
8.1 Direct	30,812,904	0	0	0	0	0	0	30,812,904	0	0
8.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
8.3 Reinsurance ceded	2,869,463	0	0	0	0	0	0	2,869,463	0	0
8.4 Net	27,943,441	0	0	0	0	0	0	27,943,441	0	0
9. Claim reserve December 31, prior year from Part 2D:										
9.1 Direct	0	0	0	0	0	0	0	0	0	0
9.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
9.3 Reinsurance ceded	0	0	0	0	0	0	0	0	0	0
9.4 Net	0	0	0	0	0	0	0	0	0	0
10. Accrued medical incentive pools and bonuses, prior year	1,204,587	0	0	0	0	0	0	1,204,587	0	0
11. Amounts recoverable from reinsurers December 31, prior year	0	0	0	0	0	0	0	0	0	0
12. Incurred benefits:										
12.1 Direct	354,929,603	0	0	0	0	0	0	354,929,603	0	0
12.2 Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
12.3 Reinsurance ceded	(1,345,592)	0	0	0	0	0	0	(1,345,592)	0	0
12.4 Net	356,275,195	0	0	0	0	0	0	356,275,195	0	0
13. Incurred medical incentive pools and bonuses	2,464,660	0	0	0	0	0	0	2,464,660	0	0

(a) Excludes \$ loans or advances to providers not yet expensed.

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2A - CLAIMS LIABILITY END OF CURRENT YEAR

	1	2	3	4	5	6	7	8	9	10
	Total	Comprehensive (Hospital and Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other Health	Other Non-Health
1. Reported in Process of Adjustment:										
1.1. Direct	7,336,659							7,336,659		
1.2. Reinsurance assumed	0									
1.3. Reinsurance ceded	0									
1.4. Net	7,336,659	0	0	0	0	0	0	7,336,659	0	0
2. Incurred but Unreported:										
2.1. Direct	26,618,612							26,618,612		
2.2. Reinsurance assumed	0									
2.3. Reinsurance ceded	250,000							250,000		
2.4. Net	26,368,612	0	0	0	0	0	0	26,368,612	0	0
3. Amounts Withheld from Paid Claims and Capitations:										
3.1. Direct	0									
3.2. Reinsurance assumed	0									
3.3. Reinsurance ceded	0									
3.4. Net	0	0	0	0	0	0	0	0	0	0
4. TOTALS:										
4.1. Direct	33,955,271	0	0	0	0	0	0	33,955,271	0	0
4.2. Reinsurance assumed	0	0	0	0	0	0	0	0	0	0
4.3. Reinsurance ceded	250,000	0	0	0	0	0	0	250,000	0	0
4.4. Net	33,705,271	0	0	0	0	0	0	33,705,271	0	0

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2B - ANALYSIS OF CLAIMS UNPAID - PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid During the Year		Claim Reserve and Claim Liability December 31 of Current Year		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability December 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid December 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)					0	0
2. Medicare Supplement					0	0
3. Dental Only.....					0	0
4. Vision Only.....					0	0
5. Federal Employees Health Benefits Plan					0	0
6. Title XVIII - Medicare					0	0
7. Title XIX - Medicaid.....	22,349,087	332,928,095	10,658	33,694,613	22,359,745	27,943,441
8. Other health					0	0
9. Health subtotal (Lines 1 to 8).....	22,349,087	332,928,095	10,658	33,694,613	22,359,745	27,943,441
10. Healthcare receivables (a).....	383,907	4,379,913			383,907	0
11. Other non-health.....					0	0
12. Medical incentive pools and bonus amounts	744,997	1,224,249		1,700,001	744,997	1,204,587
13. Totals (Lines 9-10+11+12)	22,710,177	329,772,431	10,658	35,394,614	22,720,835	29,148,028

(a) Excludes \$ loans or advances to providers not yet expensed.

Pt 2C - Sn A - Paid Claims - Comp
NONE

Pt 2C - Sn A - Paid Claims - MS
NONE

Pt 2C - Sn A - Paid Claims - DO
NONE

Pt 2C - Sn A - Paid Claims - VO
NONE

Pt 2C - Sn A - Paid Claims - FE
NONE

Pt 2C - Sn A - Paid Claims - XV
NONE

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE Blue Cross Complete of Michigan LLC

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS
(000 Omitted)

Section A - Paid Health Claims - Title XIX Medicaid

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2011	2 2012	3 2013	4 2014	5 2015
1. Prior .....	.54,822	.54,859	.54,859	.54,859	.54,859
2. 2011.....	.51,029	.52,100	.52,107	.52,110	.52,110
3. 2012.....	XXX	.56,150	.59,704	.59,811	.59,811
4. 2013.....	XXX	XXX	106,669	115,501	115,488
5. 2014.....	XXX	XXX	XXX	201,900	224,623
6. 2015.....	XXX	XXX	XXX	XXX	329,772

Section B – Incurred Health Claims - Title XIX Medicaid

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2011	2 2012	3 2013	4 2014	5 2015
1. Prior .....	.54,849	.54,859	.54,859	.54,859	.54,859
2. 2011.....	.52,161	.52,102	.52,109	.52,110	.52,110
3. 2012.....	XXX	.59,998	.63,726	.59,811	.59,811
4. 2013.....	XXX	XXX	117,933	116,660	115,488
5. 2014.....	XXX	XXX	XXX	230,612	224,634
6. 2015.....	XXX	XXX	XXX	XXX	365,167

Section C – Incurred Year Health Claims and Claims Adjustment Expense Ratio – Title XIX Medicaid

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2+3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2011.....	.59,444	.52,110	.1,408	2.7	.53,518	.90.0			.53,518	.90.0
2. 2012.....	.65,292	.59,811	.1,726	2.9	.61,537	.94.2			.61,537	.94.2
3. 2013.....	122,057	115,488	4,542	3.9	120,030	.98.3			120,030	.98.3
4. 2014.....	257,217	224,623	.7,003	3.1	231,626	.90.1	.11		231,637	.90.1
5. 2015.....	418,452	329,772	12,570	3.8	342,342	81.8	35,394	624	378,360	90.4

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE Blue Cross Complete of Michigan LLC

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2C - DEVELOPMENT OF PAID AND INCURRED HEALTH CLAIMS
(000 Omitted)

Section A - Paid Health Claims - Grand Total

Year in Which Losses Were Incurred	Cumulative Net Amounts Paid				
	1 2011	2 2012	3 2013	4 2014	5 2015
1. Prior .....	.54,822	.54,859	.54,859	.54,859	.54,859
2. 2011.....	.51,029	.52,100	.52,107	.52,110	.52,110
3. 2012.....	XXX	.56,150	.59,704	.59,811	.59,811
4. 2013.....	XXX	XXX	106,669	115,501	115,488
5. 2014.....	XXX	XXX	XXX	201,900	224,623
6. 2015.....	XXX	XXX	XXX	XXX	329,772

Section B - Incurred Health Claims - Grand Total

Year in Which Losses Were Incurred	Sum of Cumulative Net Amount Paid and Claim Liability, Claim Reserve and Medical Incentive Pool and Bonuses Outstanding at End of Year				
	1 2011	2 2012	3 2013	4 2014	5 2015
1. Prior .....	.54,849	.54,859	.54,859	.54,859	.54,859
2. 2011.....	.52,161	.52,102	.52,109	.52,110	.52,110
3. 2012.....	XXX	.59,998	.63,726	.59,811	.59,811
4. 2013.....	XXX	XXX	117,933	116,660	115,488
5. 2014.....	XXX	XXX	XXX	230,612	224,634
6. 2015.....	XXX	XXX	XXX	XXX	365,167

Section C – Incurred Year Health Claims and Claims Adjustment Expense Ratio – Grand Total

Years in which Premiums were Earned and Claims were Incurred	1 Premiums Earned	2 Claims Payments	3 Claim Adjustment Expense Payments	4 (Col. 3/2) Percent	5 Claim and Claim Adjustment Expense Payments (Col. 2+3)	6 (Col. 5/1) Percent	7 Claims Unpaid	8 Unpaid Claims Adjustment Expenses	9 Total Claims and Claims Adjustment Expense Incurred (Col. 5+7+8)	10 (Col. 9/1) Percent
1. 2011.....	.59,444	.52,110	.0	.0.0	.52,110	.87.7	.0	.0	.52,110	.87.7
2. 2012.....	.65,292	.59,811	.0	.0.0	.59,811	.91.6	.0	.0	.59,811	.91.6
3. 2013.....	122,057	115,488	.0	.0.0	115,488	.94.6	.0	.0	115,488	.94.6
4. 2014.....	257,217	224,623	.0	.0.0	224,623	.87.3	11	.0	224,634	.87.3
5. 2015.....	418,452	329,772	12,570	3.8	342,342	81.8	35,394	624	378,360	90.4

Pt 2C - Sn B - Incurred Claims - Comp

NONE

Pt 2C - Sn B - Incurred Claims - MS

NONE

Pt 2C - Sn B - Incurred Claims - DO

NONE

Pt 2C - Sn B - Incurred Claims - VO

NONE

Pt 2C - Sn B - Incurred Claims - FE

NONE

Pt 2C - Sn B - Incurred Claims - XV

NONE

Part 2C - Sn C - Claims Expense Ratio Co
NONE

Part 2C - Sn C - Claims Expense Ratio MS
NONE

Part 2C - Sn C - Claims Expense Ratio DO
NONE

Part 2C - Sn C - Claims Expense Ratio VO
NONE

Part 2C - Sn C - Claims Expense Ratio FE
NONE

Part 2C - Sn C - Claims Expense Ratio XV
NONE

UNDERWRITING AND INVESTMENT EXHIBIT
PART 2D - AGGREGATE RESERVE FOR ACCIDENT AND HEALTH CONTRACTS ONLY

	1	2	3	4	5	6	7	8	9
	Total	Comprehensive (Hospital & Medical)	Medicare Supplement	Dental Only	Vision Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
1. Unearned premium reserves.....	.0								
2. Additional policy reserves (a).....	.0								
3. Reserve for future contingent benefits.....	.0								
4. Reserve for rate credits or experience rating refunds (including \$ for investment income).....	.0								
5. Aggregate write-ins for other policy reserves .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
6. Totals (gross) .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
7. Reinsurance ceded .....	.0								
8. Totals (Net) (Page 3, Line 4)	0	0	0	0	0	0	0	0	0
9. Present value of amounts not yet due on claims .....	.0	NONE							
10. Reserve for future contingent benefits .....	.0								
11. Aggregate write-ins for other claim reserves .....	.0								
12. Totals (gross) .....	.0								
13. Reinsurance ceded .....	.0								
14. Totals (Net) (Page 3, Line 7)	0	0	0	0	0	0	0	0	0
DETAILS OF WRITE-INS									
0501.									
0502.									
0503.									
0598. Summary of remaining write-ins for Line 5 from overflow page .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 5 above)	0	0	0	0	0	0	0	0	0
1101.									
1102.									
1103.									
1198. Summary of remaining write-ins for Line 11 from overflow page .....	.0	.0	.0	.0	.0	.0	.0	.0	.0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0	0	0	0	0	0

(a) Includes \$ premium deficiency reserve.

UNDERWRITING AND INVESTMENT EXHIBIT
PART 3 - ANALYSIS OF EXPENSES

	Claim Adjustment Expenses		3 General Administrative Expenses	4 Investment Expenses	5 Total
	1 Cost Containment Expenses	2 Other Claim Adjustment Expenses			
1. Rent (\$for occupancy of own building)	87,531	149,785	386,858		624,174
2. Salaries, wages and other benefits	3,016,556	2,964,416	11,793,834		17,774,806
3. Commissions (less \$ceded plus \$assumed)					0
4. Legal fees and expenses	6,150	12,934	27,398		46,482
5. Certifications and accreditation fees	4,315	14,857	20,903		40,075
6. Auditing, actuarial and other consulting services	206,049	695,546	1,401,289		2,302,884
7. Traveling expenses	49,281	46,145	189,131		284,557
8. Marketing and advertising	9,498	14,100	458,027		481,625
9. Postage, express and telephone	71,557	60,351	287,421		419,329
10. Printing and office supplies	47,154	13,568	446,593		507,315
11. Occupancy, depreciation and amortization	128,195	278,687	624,031		1,030,913
12. Equipment	35,705	71,859	175,923		283,487
13. Cost or depreciation of EDP equipment and software	51,646	135,776	270,962		458,384
14. Outsourced services including EDP, claims, and other services	1,000,871	2,162,407	4,905,183		8,068,461
15. Boards, bureaus and association fees					0
16. Insurance, except on real estate	831	3,783	199,569		204,183
17. Collection and bank service charges	87	394	37,370		37,851
18. Group service and administration fees					0
19. Reimbursements by uninsured plans					0
20. Reimbursements from fiscal intermediaries					0
21. Real estate expenses			1,386		1,386
22. Real estate taxes	3,018	5,039	13,435		21,492
23. Taxes, licenses and fees:					
23.1 State and local insurance taxes			2,767,326		2,767,326
23.2 State premium taxes			25,526,723		25,526,723
23.3 Regulatory authority licenses and fees			79,226		79,226
23.4 Payroll taxes	128,548	175,520	678,992		983,060
23.5 Other (excluding federal income and real estate taxes)					0
24. Investment expenses not included elsewhere					0
25. Aggregate write-ins for expenses	74,572	82,365	2,827,688	0	2,984,625
26. Total expenses incurred (Lines 1 to 25)	4,921,564	6,887,532	53,119,268	0 (a)	64,928,364
27. Less expenses unpaid December 31, current year	199,470	424,284	8,979,683		9,603,437
28. Add expenses unpaid December 31, prior year	470,620	914,285	2,625,249	0	4,010,154
29. Amounts receivable relating to uninsured plans, prior year	0	0	0	0	0
30. Amounts receivable relating to uninsured plans, current year					0
31. Total expenses paid (Lines 26 minus 27 plus 28 minus 29 plus 30)	5,192,714	7,377,533	46,764,834	0	59,335,081
DETAILS OF WRITE-INS					
2501. Consulting.....			1,283,301		1,283,301
2502. Miscellaneous Expenses.....	74,572	82,365	541,310		698,247
2503. Administrative Services.....			998,327		998,327
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	4,750	0	4,750
2599. Totals (Line 2501 through 2503 plus 2598) (Line 25 above)	74,572	82,365	2,827,688	0	2,984,625

(a) Includes management fees of \$28,026,677 to affiliates and \$to non-affiliates.

EXHIBIT OF NET INVESTMENT INCOME

		1	2
		Collected During Year	Earned During Year
1.	U.S. Government bonds	(a).....	.....
1.1	Bonds exempt from U.S. tax	(a).....	.....
1.2	Other bonds (unaffiliated)	(a).....337,693	.....127,368
1.3	Bonds of affiliates	(a).....0	.....
2.1	Preferred stocks (unaffiliated)	(b).....0	.....
2.11	Preferred stocks of affiliates	(b).....0	.....
2.2	Common stocks (unaffiliated) .....	.....0	.....
2.21	Common stocks of affiliates .....	.....0	.....
3.	Mortgage loans	(c).....	.....
4.	Real estate	(d).....	.....
5.	Contract loans .....	.....	.....
6.	Cash, cash equivalents and short-term investments	(e).....287,678	.....68,652
7.	Derivative instruments	(f).....	.....
8.	Other invested assets .....	.....	.....
9.	Aggregate write-ins for investment income .....	.....0	.....0
10.	Total gross investment income	625,371	196,020
11.	Investment expenses		(g).....
12.	Investment taxes, licenses and fees, excluding federal income taxes		(g).....
13.	Interest expense		(h).....
14.	Depreciation on real estate and other invested assets		(i).....
15.	Aggregate write-ins for deductions from investment income .....		.....0
16.	Total deductions (Lines 11 through 15) .....		.....0
17.	Net investment income (Line 10 minus Line 16)		196,020
DETAILS OF WRITE-INS			
0901.	.....	.....	.....
0902.	.....	.....	.....
0903.	.....	.....	.....
0998.	Summary of remaining write-ins for Line 9 from overflow page .....	.....0	.....0
0999.	Totals (Lines 0901 through 0903 plus 0998) (Line 9 above)	0	0
1501.	.....		.....
1502.	.....		.....
1503.	.....		.....
1598.	Summary of remaining write-ins for Line 15 from overflow page .....		.....0
1599.	Totals (Lines 1501 through 1503 plus 1598) (Line 15 above)		0

(a) Includes \$1,121 accrual of discount less \$137,671 amortization of premium and less \$0 paid for accrued interest on purchases.
(b) Includes \$ accrual of discount less \$ amortization of premium and less \$0 paid for accrued dividends on purchases.
(c) Includes \$0 accrual of discount less \$0 amortization of premium and less \$ paid for accrued interest on purchases.
(d) Includes \$ for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
(e) Includes \$11,714 accrual of discount less \$160,572 amortization of premium and less \$55,063 paid for accrued interest on purchases.
(f) Includes \$ accrual of discount less \$ amortization of premium.
(g) Includes \$ investment expenses and \$ investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
(h) Includes \$ interest on surplus notes and \$ interest on capital notes.
(i) Includes \$ depreciation on real estate and \$ depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

		1	2	3	4	5
		Realized Gain (Loss) On Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1.	U.S. Government bonds .....			.....0	.....	.....
1.1	Bonds exempt from U.S. tax .....			.....0	.....	.....
1.2	Other bonds (unaffiliated) .....	.....250,704		.....250,704	.....	.....
1.3	Bonds of affiliates .....	.....0	.....0	.....0	.....0	.....0
2.1	Preferred stocks (unaffiliated) .....	.....0	.....0	.....0	.....0	.....0
2.11	Preferred stocks of affiliates .....	.....0	.....0	.....0	.....0	.....0
2.2	Common stocks (unaffiliated) .....	.....0	.....0	.....0	.....0	.....0
2.21	Common stocks of affiliates .....	.....0	.....0	.....0	.....0	.....0
3.	Mortgage loans .....	.....0	.....0	.....0	.....0	.....0
4.	Real estate .....	.....0	.....0	.....0	.....	.....0
5.	Contract loans .....			.....0	.....	.....
6.	Cash, cash equivalents and short-term investments .....	.....981		.....981	.....0	.....0
7.	Derivative instruments .....			.....0	.....	.....
8.	Other invested assets .....	.....0	.....0	.....0	.....61,627	.....0
9.	Aggregate write-ins for capital gains (losses) .....	.....0	.....0	.....0	.....0	.....0
10.	Total capital gains (losses)	251,685	0	251,685	61,627	0
DETAILS OF WRITE-INS						
0901.	.....				
0902.	.....				
0903.	.....				
0998.	Summary of remaining write-ins for Line 9 from overflow page .....	.....0	.....0	.....0	.....0	.....0
0999.	Totals (Lines 0901 through 0903 plus 0998) (Line 9 above)	0	0	0	0	0

EXHIBIT OF NONADMITTED ASSETS

	1	2	3
	Current Year Total Nonadmitted Assets	Prior Year Total Nonadmitted Assets	Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D).....	0	0	0
2. Stocks (Schedule D):			
2.1 Preferred stocks	0	0	0
2.2 Common stocks	0	0	0
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens	0	0	0
3.2 Other than first liens	0	0	0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company	0	0	0
4.2 Properties held for the production of income.....	0	0	0
4.3 Properties held for sale	0	0	0
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA).....	0	0	0
6. Contract loans	0	0	0
7. Derivatives (Schedule DB).....	0	0	0
8. Other invested assets (Schedule BA)	0	0	0
9. Receivables for securities	0	0	0
10. Securities lending reinvested collateral assets (Schedule DL).....	0	0	0
11. Aggregate write-ins for invested assets	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	0	0	0
13. Title plants (for Title insurers only).....	0	0	0
14. Investment income due and accrued	0	0	0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection.....	0	0	0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....	0	0	0
15.3 Accrued retrospective premiums and contracts subject to redetermination	0	0	0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers	0	0	0
16.2 Funds held by or deposited with reinsured companies	0	0	0
16.3 Other amounts receivable under reinsurance contracts	0	0	0
17. Amounts receivable relating to uninsured plans	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0
18.2 Net deferred tax asset.....	816,000	0	(816,000)
19. Guaranty funds receivable or on deposit	0	0	0
20. Electronic data processing equipment and software.....	0	0	0
21. Furniture and equipment, including health care delivery assets	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0
23. Receivables from parent, subsidiaries and affiliates	677,699	0	(677,699)
24. Health care and other amounts receivable.....	1,332,137	735,243	(596,894)
25. Aggregate write-ins for other-than-invested assets	3,115,688	0	(3,115,688)
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	5,941,524	735,243	(5,206,281)
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
28. Total (Lines 26 and 27)	5,941,524	735,243	(5,206,281)
DETAILS OF WRITE-INS			
1101.			
1102.			
1103.			
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0
2501. Prepaid Expenses.....	115,688		(115,688)
2502. Intangibles Assets.....	3,000,000		(3,000,000)
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	3,115,688	0	(3,115,688)

EXHIBIT 1 - ENROLLMENT BY PRODUCT TYPE FOR HEALTH BUSINESS ONLY

Source of Enrollment	Total Members at End of					6 Current Year Member Months
	1 Prior Year	2 First Quarter	3 Second Quarter	4 Third Quarter	5 Current Year	
1. Health Maintenance Organizations.....	74,823	83,256	89,441	84,537	88,533	1,036,110
2. Provider Service Organizations.....	.0					
3. Preferred Provider Organizations.....	.0					
4. Point of Service.....	.0					
5. Indemnity Only.....	.0					
6. Aggregate write-ins for other lines of business.....	.0	.0	.0	.0	.0	.0
7. Total	74,823	83,256	89,441	84,537	88,533	1,036,110
DETAILS OF WRITE-INS						
0601.						
0602.						
0603.						
0698. Summary of remaining write-ins for Line 6 from overflow page .....	.0	.0	.0	.0	.0	.0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	0	0	0	0	0	0

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE BLUE CROSS COMPLETE OF MICHIGAN LLC

NOTES TO FINANCIAL STATEMENTS

These items are based on illustrations taken from the NAIC Annual Statement Instructions

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

The financial statements of Blue Cross Complete of Michigan LLC (the Company) are presented on the basis of accounting practices prescribed or permitted by the Michigan Department of Insurance and Financial Services (DIFS).

The DIFS recognizes only statutory accounting practices prescribed or permitted by the State of Michigan for determining and reporting the financial condition and results of operations of an insurance company, and for determining its solvency under Michigan Insurance Law. The National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual* (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Michigan. The State has adopted prescribed or permitted accounting practices that differ from those found in NAIC SAP (see specific practices below). Currently, "prescribed" statutory accounting practices are interspersed throughout the state insurance laws and regulations, NAIC SAP, and a variety of other NAIC publications. "Permitted" statutory accounting practices encompass all accounting practices that are not prescribed but are permitted by the domicile state department of insurance; such practices may differ from state to state, may differ from company to company within a state, and may change in the future.

Loans or advances to hospitals or other providers are not permitted. The NAIC SAP permits loans and advances to a non-related party provider or hospitals to be admitted up to the amount of claims incurred and payable. Loans or advances to hospital have additional criteria required that must be met for admittance.

Maternity care receivables due from the Michigan Department of Community Health (MDCH) are reported as health care receivables on the statutory statement of admitted assets.

A reconciliation of the Company's net loss and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Michigan is shown below:

	State of Domicile	2015	2014
NET INCOME			
(1) Blue Cross Complete of Michigan LLC state basis (Page 4, Line 32, Columns 2 & 3)	MICHIGAN	\$ (1,158,581)	\$ (13,702,587)
(2) State Prescribed Practices that increase/(decrease) NAIC SAP		\$ 0	\$ 0
(3) State Permitted Practices that increase/(decrease) NAIC SAP		\$ 0	\$ 0
(4) NAIC SAP (1-2-3=4)	MICHIGAN	\$ (1,158,581)	\$ (13,702,587)
SURPLUS			
(5) Blue Cross Complete of Michigan LLC state basis (Page 3, Line 33, Columns 3 & 4)	MICHIGAN	\$ 37,855,869	\$ 30,690,527
(6) State Prescribed Practices that increase/(decrease) NAIC SAP		\$ 0	\$ 0
(7) State Permitted Practices that increase/(decrease) NAIC SAP		\$ 0	\$ 0
(8) NAIC SAP (5-6-7=8)	MICHIGAN	\$ 37,855,869	\$ 30,690,527

B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with accounting practices prescribed or permitted by the DIFS requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

C. Accounting Policy

The Company uses the following accounting policies:

(1) Short-term investments are stated at amortized cost.

(2) Bonds – None

(3) Common Stocks – None

(4) Preferred Stock – None

(5) Mortgage Loans – None

(6) Loan-backed securities – None

(7) Investments in subsidiaries, controlled and affiliated (SCA) entities – The Company recorded its investments in certain affiliated trusts, Blue Care Network Medical Malpractice Self-Insurance Trust and Blue Care Network Stop-Loss and Casualty Self-Insurance Trust (Stop-Loss Trust), as other invested assets. The investments were valued using the adjusted audited accounting principles generally accepted in the United States of America (GAAP) equity method; and reported the increase or decrease in the investment as a component of capital and surplus – change in net unrealized capital gains. These trusts were liquidated as of May 1, 2015.

(8) Investments in joint ventures, partnerships and limited liability companies – None

(9) Derivatives – None

(10) The Company utilized anticipated investment income as a factor in the premium deficiency calculation, in accordance with Statement of Statutory Accounting Principles (SSAP) No. 54, *Individual and Group Accident and Health Contracts*.

(11) Accrued Medical Expense/Unpaid Claim Adjustment Expense – Accrued medical expenses include medical expenses billed and not paid and an estimate for costs incurred but not reported, which is actuarially determined. In addition, unpaid claims adjustment expenses are accrued based on an estimate of the cost to process these claims. To estimate the required claims incurred but not reported reserves, the Company uses the triangulation method. The method of triangulation makes estimates of completion factors, which are then applied to the total paid claims net of coordination of benefits to date for each incurred month. This provides an estimate of the total projected incurred claims and total amount outstanding of claims incurred but not reported. Consideration is also given to changes in turnaround time and claims processing, which may impact completion factors.

For the most current dates of service where there is insufficient paid claim data to rely solely on the completion factor method, the Company examines cost and utilization trends as well as plan changes, provider contracts, membership changes, and historical seasonal patterns to estimate the reserve required for these months. While the Company believes the accrual for medical expenses is adequate, actual results could differ from such estimates.

(12) Fixed asset capitalization policy modifications – None

(13) Pharmaceutical Rebates – Estimated rebates to be collected are based on rebates invoiced to the pharmaceutical manufacturers.

D. Going Concern – None

2. Accounting Changes and Corrections of Errors

Material changes in accounting principle and/or correction of errors – None

3. Business Combinations and Goodwill

A. Statutory Purchase Method – None

B. Statutory Merger

(1) On June 1, 2015, Blue Cross Complete of Michigan (BCC), an indirect wholly owned subsidiary of Blue Cross Blue Shield of Michigan (BCBSM), was merged into Complete Health, LLC. (Complete Health). The complete existence of BCC ceased as of such merger date. On June 1, 2015, Complete Health was rebranded to Blue Cross Complete of Michigan LLC (the Company). The merger consideration paid of \$4,892,170 was based on the net book value of BCC as of the transaction date. Such net book value is subject to adjustment through June 1, 2016, at which time a final consideration settlement will be made between the Company and Blue Care Network of Michigan, Inc. (BCN), a wholly owned subsidiary of BCBSM. At December 31, 2015, the Company has an estimated receivable amount of \$677,699 which was nonadmitted in accordance with SSAP No. 72, *Surplus and Quasi-Reorganizations*.

(2) The transaction was accounted for as a statutory merger.

(3) Since the Company is a limited liability company, no stock certificates were issued in conjunction with the merger.

(4) Pre merger, separate company revenue, net income, and other surplus adjustments for the five months ended May 31, 2015 were \$167,859,267, \$2,567,236 and \$150,070, respectively, for BCC. The Company did not have any business activity prior to June 1, 2015.

(5) No adjustments were made directly to the surplus of BCC company as a result of the merger.

C. Assumption Reinsurance – None

D. Impairment Loss recognized on Business Combinations and Goodwill – None

4. Discontinued Operations

A. Segment of business that has been or will be discontinued – None

B. Expected disposal date, if known – None

C. Manner of disposal – None

D. Description of remaining assets and liabilities of the segment at the balance sheet date – None

E. Amounts related to the discontinued operations and the effect on the Company's Balance Sheet and Statement of Revenue and Expenses – None

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans – None

B. Debt Restructuring – None

C. Reverse Mortgages – None

D. Loan-Backed Securities

(1) Prepayment assumptions – None

(2) Recognized Other-than-Temporary Impairment – None

(3) Present Value of Cash Flows – None

(4) All impaired securities (fair value is less than cost or amortized cost) for which an other than temporary impairment has not been recognized – None

E. Repurchase Agreements and/or Securities Lending Transactions – None

F. Real Estate – None

G. Investments in low-income housing tax credits (LIHTC) – None

H. Restricted Assets

(1) Restricted Assets (Including Pledged) – Investments in affiliated trusts in Note 1.C (7) were liquidated as of May 1, 2015
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	1	2	3	4	5	6
Restricted Asset Category	Total Gross Restricted from Current Year	Total Gross Restricted From Prior Year	Increase/ (Decrease) (1 minus 2)	Total Current Year Admitted Restricted	Percentage Gross Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$	\$	\$	\$	%	%
b. Collateral held under security lending agreements						
c. Subject to repurchase agreements						
d. Subject to reverse repurchase agreements						
e. Subject to dollar repurchase agreements						
f. Subject to dollar reverse repurchase agreements						
g. Placed under option contracts						
h. Letter stock or securities restricted as to sale – excluding FHLB capital stock						
i. FHLB capital stock						
j. On deposit with states	1,000,000	1,000,000	0	1,000,000	0.8%	0.9%
k. On deposit with other regulatory bodies						
l. Pledged as collateral to FHLB (including assets backing funding agreements)						
m. Pledged as collateral not captured in other categories						
n. Other restricted assets		738,051	(738,051)			
o. Total Restricted Assets	\$ 1,000,000	\$ 1,738,051	\$ (738,051)	\$ 1,000,000	0.8%	0.9%

(2) Detail of Assets Pledged as Collateral Not Captured in Other Categories – None

(3) Detail of Other Restricted Assets – None

I. Working Capital Finance Investments – None

J. Offsetting and Netting of Assets and Liabilities – None

K. Structured Notes – None

6. Joint Ventures, Partnerships and Limited Liability Companies

A. Investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10% of admitted assets – None

B. Impaired investments in Joint Ventures, Partnerships and Limited Liability Companies – None

7. Investment Income

A. Due and accrued income is excluded from surplus on the following bases:

All investment income due and accrued with amounts that are over 90 days past due.

B. Total amount excluded was \$0.

8. Derivative Instruments

A. Market risk, credit risk and cash requirements of the derivative instruments – None

B. Objective for using derivative instruments – None

C. Accounting policies for recognizing and measuring derivatives instruments used – None

D. Component of gain or loss recognized excluded from hedge effectiveness assessment – None

E. Net gain or loss recognized for derivatives no longer qualifying for hedge accounting – None

F. Derivative instruments accounted for as cash flow hedges – None

9. Income Taxes

A. The components of the net Deferred Tax Asset (DTA)/Deferred Tax Liability(DTL) at December 31, 2015 and 2014 are as follows:

1.

- (a) Gross DTA
(b) Statutory Valuation Allowance Adjustments
(c) Adjusted Gross DTA
(1a - 1b)
(d) DTA Nonadmitted
(e) Subtotal Net Admitted DTA
(1c -1d)
(f) Deferred Tax Liabilities
(g) Net Admitted DTA/(Net DTL)
(1e - 1f)

12/31/2015		
(1) Ordinary	(2) Capital	(3) (Col 1+2) Total
\$ 2,663,045	\$ 1,020,000	\$ 3,683,045
0		0
2,663,045	1,020,000	3,683,045
0	816,000	816,000
2,663,045	204,000	2,867,045
0	0	0
\$ 2,663,045	\$ 204,000	\$ 2,867,045

- (a) Gross DTA
(b) Statutory Valuation Allowance Adjustments
(c) Adjusted Gross DTA
(1a - 1b)
(d) DTA Nonadmitted
(e) Subtotal Net Admitted DTA
(1c -1d)
(f) DTL
(g) Net Admitted DTA/(Net DTL)
(1e - 1f)

12/31/2014		
(4) Ordinary	(5) Capital	(6) (Col 4+5) Total
\$ 0	\$ 0	\$ 0
0	0	0
0	0	0
0	0	0
0	0	0
0	0	0
\$ 0	\$ 0	\$ 0

- (a) Gross DTA
(b) Statutory Valuation Allowance Adjustments
(c) Adjusted Gross DTA
(1a - 1b)
(d) DTA Nonadmitted
(e) Subtotal Net Admitted DTA
(1c -1d)
(f) DTL
(g) Net Admitted DTA/(Net DTL)
(1e - 1f)

Change		
(7) (Col 1-4) Ordinary	(8) (Col 2-5) Capital	(9) (Col 7+8) Total
\$ 2,663,045	\$ 1,020,000	\$ 3,683,045
0	0	0
2,663,045	1,020,000	3,683,045
0	816,000	816,000
2,663,045	204,000	2,867,045
0	0	0
\$ 2,663,045	\$ 204,000	\$ 2,867,045

2. Admission Calculation Components SSAP No. 101:

- (a) Federal Income Taxes paid in Prior Years Recoverable Through Loss Carrybacks
(b) Adjusted Gross DTA Expected to be realized (Excluding the Amount of DTA From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 below)
1. Adjusted Gross DTA Expected to be Realized Following the Balance Sheet Date
2. Adjusted Gross DTA Allowed per Limitation Threshold
(c) Adjusted Gross DTA (Excluding The Amount Of DTA From 2(a) and 2(b) above) Offset by Gross DTL
(d) DTA Admitted as the result of application of SSAP No. 101.
Total 2(a) + 2(b) + 2(c))

12/31/2015		
(1) Ordinary	(2) Capital	(3) (Col 1+2) Total
\$ 0	\$ 0	\$ 0
2,663,045	204,000	2,867,045
2,663,045	204,000	2,867,045
XXX	XXX	5,248,324
0	0	0
\$ 2,663,045	\$ 204,000	\$ 2,867,045

- (a) Federal Income Taxes paid in Prior Years Recoverable Through Loss Carrybacks
(b) Adjusted Gross DTA Expected to be realized (Excluding the Amount of DTA From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 below)
1. Adjusted Gross DTA Expected to be Realized Following the Balance Sheet Date
2. Adjusted Gross DTA Allowed per Limitation Threshold

12/31/2014		
(4) Ordinary	(5) Capital	(6) (Col 4+5) Total
\$ 0	\$ 0	\$ 0
0	0	0
0	0	0
XXX	XXX	0

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(c) Adjusted Gross DTA (Excluding The Amount Of DTA From 2(a) and 2(b) above) Offset by Gross DTL 0 0 0
(d) DTA Admitted as the result of application of SSAP No. 101. Total (2(a) + 2(b) + 2(c))	\$ 0	\$ 0	\$ 0

Change		
(7) (Col 1-4) Ordinary	(8) (Col 2-5) Capital	(9) (Col 7+8) Total

(a) Federal Income Taxes paid in Prior Years Recoverable Through Loss Carrybacks	\$ 0	\$ 0	\$ 0
(b) Adjusted Gross DTA Expected to be realized (Excluding the Amount of DTA From 2(a) above) After Application of the Threshold Limitation. (The Lesser of 2(b)1 and 2(b)2 below)	..... 2,663,045	..... 204,000	..... 2,867,045
1. Adjusted Gross DTA Expected to be Realized Following the Balance Sheet Date	..... 2,663,045	..... 204,000	..... 2,867,045
2. Adjusted Gross DTA Allowed per Limitation Threshold	..... XXX	..... XXX	..... 5,248,324
(c) Adjusted Gross DTA (Excluding The Amount Of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross DTL	..... 0	..... 0	..... 0
(d) DTA Admitted as the result of application of SSAP No. 101. Total (2(a) + 2(b) + 2(c))	\$ 2,663,045	\$ 204,000	\$ 2,867,045

3.	2015	2014
----	------	------

(a) Ratio Percentage Used To Determine Recovery Period And Threshold Limitation Amount.	..... 305%	..... 0%
(b) Amount Of Adjusted Capital And Surplus Used To Determine Recovery Period And Threshold Limitation In 2(b)2 Above.	\$ 34,988,824	\$ 0

4. Impact of Tax Planning Strategies
- (a) Determination Of Adjusted Gross DTA and Net Admitted DTA, By Tax Character As A Percentage

12/31/2015	
(1) Ordinary	(2) Capital

1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 2,663,045	\$ 1,020,000
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies		
3. Net Admitted Adjusted Gross DTA amount from Note 9A1(e)	\$ 2,663,045	\$ 204,000
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies		

12/31/2014	
(3) Ordinary	(4) Capital

1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 0	\$ 0
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies		
3. Net Admitted Adjusted Gross DTA amount from Note 9A1(e)	\$ 0	\$ 0
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies		

Change	
(5) (Col 1-3) Ordinary	(6) (Col 2-4) Capital

1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 2,663,045	\$ 1,020,000
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies		
3. Net Admitted Adjusted Gross DTA amount from Note 9A1(e)	\$ 2,663,045	\$ 204,000
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies		

(b) Does the company's tax-planning strategies include the use of reinsurance?	Yes _____	No X
--	-----------	------

B. There are no temporary differences for which DTL are not recognized.

C. Current income taxes incurred consist of the following major components:

(1) 12/31/2015	(2) 12/31/2014	(3) (Col 1-2) Change
-------------------	-------------------	----------------------------

1. Current Income Tax	\$ 0	\$ 0	\$ 0
(a) Federal	..... 0	..... 0	..... 0
(b) Foreign	..... 0	..... 0	..... 0
(c) Subtotal	..... 0	..... 0	..... 0
(d) Federal income tax on net capital gains	..... 0	..... 0	..... 0
(e) Utilization of capital loss carry-forwards	..... 0	..... 0	..... 0
(f) Other	..... 0	..... 0	..... 0
(g) Federal and foreign income taxes incurred	\$ 0	\$ 0	\$ 0
2. DTA:			
(a) Ordinary			
(1) Discounting of unpaid losses	\$ 97,535	\$ 0	\$ 97,535
(2) Unearned premium reserve	..... 0	..... 0	..... 0
(3) Policyholder reserves	..... 0	..... 0	..... 0
(4) Investments	..... 0	..... 0	..... 0
(5) Deferred acquisition costs	..... 0	..... 0	..... 0
(6) Policyholder dividends accrual	..... 0	..... 0	..... 0
(7) Fixed assets	..... 0	..... 0	..... 0
(8) Compensation and benefits accrual	..... 0	..... 0	..... 0
(9) Pension accrual	..... 0	..... 0	..... 0
(10) Receivables – nonadmitted	..... 722,679	..... 0	..... 722,679
(11) Net operating loss carry-forward	..... 1,805,652	..... 0	..... 1,805,652
(12) Tax credit carry-forward	..... 0	..... 0	..... 0
(13) Other (including items <5% of total ordinary tax assets)	..... 37,179	..... 0	..... 37,179
(99) Subtotal	\$ 2,663,045	\$ 0	\$ 2,663,045
(b) Statutory valuation allowance adjustment	\$ 0	\$ 0	\$ 0
(c) Nonadmitted	\$ 0	\$ 0	\$ 0
(d) Admitted ordinary deferred tax assets (2a99 - 2b - 2c)	\$ 2,663,045	\$ 0	\$ 2,663,045
(e) Capital:			
(1) Investments	\$ 1,020,000	\$ 0	\$ 1,020,000
(2) Net capital loss carry-forward	..... 0	..... 0	..... 0
(3) Real estate	..... 0	..... 0	..... 0
(4) Other (including items <5% of total capital tax assets)	..... 0	..... 0	..... 0
(99) Subtotal	\$ 1,020,000	\$ 0	\$ 1,020,000
(f) Statutory valuation allowance adjustment	\$ 0	\$ 0	\$ 0
(g) Nonadmitted	\$ 816,000	\$ 0	\$ 816,000
(h) Admitted capital DTA (2e99 - 2f - 2g)	\$ 204,000	\$ 0	\$ 204,000
(i) Admitted DTA (2d + 2h)	\$ 2,867,045	\$ 0	\$ 2,867,045
3. DTL:			
(a) Ordinary			
(1) Investments	\$ 0	\$ 0	\$ 0
(2) Fixed assets	..... 0	..... 0	..... 0
(3) Deferred and uncollected premium	..... 0	..... 0	..... 0
(4) Policyholder reserves	..... 0	..... 0	..... 0
(5) Other (including items<5% of total ordinary tax liabilities) 0 0 0
(99) Subtotal	\$ 0	\$ 0	\$ 0
(b) Capital:			

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(1)	Investments	\$	0	\$	0	\$	0
(2)	Real estate		0		0		0
(3)	Other (including items <5% of total capital tax liabilities)		0		0		0
(99)	Subtotal	\$	0	\$	0	\$	0
(c)	DTL (3a99 + 3b99)	\$	0	\$	0	\$	0
4.	Net deferred tax assets/liabilities (2i - 3c)	\$	2,867,045	\$	0	\$	2,867,045
D.	The Company's income tax incurred and change in deferred income tax differs from the amount obtained by applying federal statutory rate to income before income taxes as follows:						
			12/31/2015		12/31/2014		
	Current income tax (benefit) expense incurred	\$	0	\$	0		
	Change in deferred income tax		(3,683,045)		0		
	(without tax on unrealized gains and losses)						
	Total income tax (benefit) expense reported		(3,683,045)		0		
	Loss before taxes		(1,158,581)		0		
	Statutory Tax Rate		34%		0		
	Expected income tax benefit at statutory tax rate		(393,918)		0		
	Increase (decrease) in actual tax reported resulting from:						
	a. Nondeductible expenses for meals and entertainment		198		0		
	b. Change in deferred taxes on nonadmitted assets		(1,742,679)		0		
	c. Change in valuation allowance adjustment		0		0		
	d. Health Insurer Fee		0		0		
	e. Other – rounding/tax exempt income		(1,546,646)		0		
	Total income tax (benefit) expense reported	\$	(3,683,045)	\$	0		
E.	Operating loss carry-forward						
1.	As of December 31, 2015 there was \$5,310,740 net operating loss carryforward available for tax purposes.						
2.	The amount of federal income taxes incurred that are available for recoupment in the event of future net losses are:						
			Ordinary		Capital		
	2015	\$	0	\$	0		
	2014	\$	0	\$	0		
3.	The aggregate amount of deposits admitted under Section 6603 of the Internal Revenue Code – None						
F.	The Company is not included in a consolidated federal income tax return with its parent company.						
G.	Federal or foreign income tax loss contingencies – None						
10.	Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties						
A.,B.,	Material related party transactions – The Company is a 50% owned subsidiary of AmeriHealth Caritas Health Plan (ACHP) in a joint venture with Michigan Medicaid Holdings						
C.	Company (MMH), a wholly owned subsidiary of BCBSM. The Company received capital contributions in the amount of \$22,000,000 each from ACHP and MMH on June 1, 2015.						
D.	At December 31, 2015, the Company reported the below amounts due to related parties:						
	(1) ACHP	\$7,561,325					
	(2) PerformRx, LLC (PerformRx)	\$476,797					
	(3) BCN	\$412,512					
E.	Parental guarantees – None						
F.	Material management or service arrangements:						
	(1) The Company subcontracts the administrative portion of certain services, such as claims processing, to ACHP. ACHP subcontracts the majority of these services to AmeriHealth Caritas Services, LLC (ACS), an affiliated company.						
	(2) PerformRx, a wholly owned subsidiary of ACHP, provides pharmacy benefit management (PBM) services to the Company.						
	(3) The Company is party to a reinsurance (stop loss) agreement with Woodward Straights Insurance Company, a captive reinsurer wholly owned by BCBSM.						
	(4) Prior to the merger discussed in note 3 (b), BCN provided BCC with administrative services. BCN continues to provide the Company with certain services to ensure an orderly transition of the business following the merger.						
G.	All outstanding shares of the Company are owned by ACHP and MMH. ACHP is a subsidiary of BMH LLC, of which 61.26% is indirectly held by Independence Health Group Inc. BCBSM indirectly holds the remaining 38.74% ownership interest in ACHP, resulting in a 69.37% combined ownership in the Company.						
H.	Amounts deducted from the value of an upstream intermediate entity or ultimate parent owned, either directly or indirectly, via a downstream SCA entity – None						
I.	Investments in an SCA entity that exceed 10% of admitted assets – None						
J.	Write-downs for impaired investments in SCA entities – None						
K.	Investment in foreign subsidiary calculation – None						
L.	Investment in a downstream noninsurance holding company – None						
11.	Debt						
A.	Capital Notes – None						
B.	Federal Home Loan Bank (FHLB) Agreements – None						
12.	Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans						
A.	Defined Benefit Plan – None						
B.C.	Postretirement Plan Assets – None						
D.	Basis used to determine the overall expected long-term rate-of-return-on-assets assumption – None						
E.	Defined Contribution Plans – None						
F.	Multiemployer Plans - None						
G.	Consolidated/Holding Company Plans – None						
H.	Postemployment Benefits and Compensated Absences – None						
I.	Impact of Medicare Modernization Act on Postretirement Benefits – None						
13.	Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations						
A.	Common Capital stock outstanding – None						
B.	Preferred stock – None						
C.	Dividend restrictions – Pursuant to the Michigan Insurance Code Section 500.1343, shareholder dividends shall be declared or paid only from earned surplus (excluding surplus arising from unrealized capital gains or a revaluation of assets), unless the commissioner approves the dividend prior to payment. Shareholder dividends declared by domestic insurers must be reported to the commissioner within 5 business days of the insurer declaring the dividend and at least 10 business days beginning from the date of receipt by the commissioner before the payment. Extraordinary dividends exceeding 10% of the insurer's prior year surplus or net gains from operations, excluding realized capital gains, of the preceding year, shall not be paid until 30 days after the commissioner has received notice of the declaration and has not disapproved or has approved the payment within that period.						
D.	Dates and amounts of dividends paid – None						
E.	Stockholder's portion of ordinary dividend from profits – None						
F.	Restrictions placed on unassigned funds (surplus) – None						
G.	The total amount of advances to surplus not repaid – None						
H.	The amount of stock held by the Company for special purposes – None						
I.	Changes in balances of special surplus funds from the prior year are related to the Affordable Care Act (ACA) assessment for the 2015 data year, payable in 2016 fee year, which is required to be segregated within surplus pursuant to SSAP No. 106, <i>Affordable Care Act Section 9010 Assessment</i> . Such assessment became effective as of the merger transaction date of June 1, 2015 (as discussed in note 3(b)). BCC was a not for profit entity and therefore not subject to the assessment prior to the merger.						
J.	The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses are \$0.						
L.	Surplus notes – Pursuant to the terms of the Merger Agreement, the \$30,000,000 surplus note issued by BCC to BCN was paid in full on the transaction date of June 1, 2015.						
M.	Impact of any restatement due to quasi-reorganization – None						
	Effective dates of all quasi-reorganizations in the prior 10 years is/are – None						
14.	Liabilities, Contingencies and Assessments						
A.	Contingent Commitments – None						
B.	Assessments – None						
C.	Gain Contingencies – None						
D.	Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits – None						
E.	Joint and Several Liabilities – None						
F.	All Other Contingencies – None						
15.	Leases						
A.	Lessee Operating Leases – None						
	(1) Lease description – None						
	(2) Minimum aggregate rental commitments – None						
	(3) The company is not involved in any material sales – leaseback transactions.						
B.	Lessor Leases – None						
	(1) Operating Leases – None						
	(2) Leveraged Leases – None						
16.	Information About Financial Instruments With Off-Balance-Sheet Risk And Financial Instruments With Concentrations of Credit Risk						
A.	The face, contract or notional principle amount – None						
B.	The nature and terms of the contract – None						
C.	The amount of accounting loss the entity would incur if any party to the financial instrument failed completely to perform according to the term of the contract and the collateral or other security, if any, for the amount due proved to be of no value to the entity – None						
D.	The Company's policy of requiring collateral or other security to support financial instruments subject to credit risk – None						

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE BLUE CROSS COMPLETE OF MICHIGAN LLC

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
 - A. Transfers of Receivables reported as Sales – None
 - B. Transfer and Servicing of Financial Assets – None
 - C. Wash Sales – None
18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
 - A. ASO Plans – None
 - B. ASC Plans – None
 - C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract – None
19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators – None
20. Fair Value Measurements
 - A.,B. Fair value measurement at reporting date – None
 - (1) Certain assets and liabilities of the Company are measured and reported: (a) at amortized cost, or (b) at values that approximate fair value due to their liquid or short-term nature.
 - (2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy – None
 - (3) Transfers in and/or out of Level 3 – None
 - (4) Fair value measurements categorized within Level 2 and 3 – None
 - C. The aggregate fair value of all financial instruments and the level within the fair value hierarchy – None
 - D. Not Practicable to Estimate Fair Value – None
21. Other Items
 - A. Extraordinary Items – None
 - B. Troubled Debt Restructuring: Debtors – None
 - C. Other Disclosures and Unusual Items
 - (1) As a result of the merger transaction discussed in Note 3(b), the Michigan Health Insurance Claims Assessment reimbursement revenue, previously presented on page 4 line 6, is now presented within net premium income on page 4 line 2 to ensure agreement with Schedule T revenues (exclusive of reinsurance premium adjustment) as it is anticipated that all revenues earned subsequent to the date of the merger transaction will be subject to the mandated ACA assessment.
 - (2) On November 24, 2015, the Company entered into a Transfer Agreement to acquire active Medicaid membership from a competing Michigan health plan effective December 31, 2015. Total consideration amounted to \$3,000,000, which was paid in January 2016. The cost of the acquired membership was recognized as an intangible asset at December 31, 2015 and was nonadmitted in accordance with SSAP No. 20, *Nonadmitted Assets*.
 - (3) The Company’s contract with the MDCH expires on December 31, 2020, with options for MDCH and the Company to renew for three additional one-year periods. The discontinuation of involvement with MDCH would have a material adverse effect on the future operations of the Company.
 - D. Business Interruption Insurance Recoveries – None
 - E. State Transferable and Non-transferable Tax Credits – None
 - F. Subprime-Mortgage-Related Risk Exposure – None
 - G. Retained Assets – None
22. Events Subsequent
 - Type 1 – Recognized subsequent event – None
 - Type 2 – Nonrecognized subsequent event

Subsequent events have been considered through March 1, 2016 for the statutory statement year ending December 31, 2015.

The Company is subject to an annual fee under section 9010 of the Federal ACA. This annual fee is allocated to individual health insurers based on the ratio of the amount of the entity’s net premiums written during the preceding calendar year to the amount of health insurance for any U.S. health risk that is written during the preceding calendar year. A health insurance entity’s portion of the annual fee becomes payable once the entity provides health insurance for an U.S. health risk for each calendar year beginning on or after January 1 of the year the fee is due. As of December 31, 2015, the Company has written health insurance subject to the ACA assessment, expects to conduct health insurance business in 2016, and estimates its portion of the annual health insurance industry fee to be payable on September 30, 2016 to be \$4,080,480. This amount is reflected in special surplus. This assessment is expected to impact risk based capital (RBC) by 35%. Reporting the ACA assessment as of December 31, 2015 would not have triggered an RBC action level.

	Current Year	Prior Year
A. Did the reporting entity write accident and health insurance premium that is subject to Section 9010 of the federal Affordable Care Act (YES/NO)?	Yes.....	
B. ACA fee assessment payable for the upcoming year	\$ 4,080,480	\$ 0
C. ACA fee assessment paid	..... 0	..... 0
D. Premium written subject to ACA 9010 assessment	..... 214,762,095	\$ 0
E. Total Adjusted Capital before surplus adjustment (Five-Year Historical Line 14)	.....37,855,869	
F. Total Adjusted Capital after surplus adjustment (Five-Year Historical Line 14 minus 22B above)	..... 33,775,389	
G. Authorized Control Level (Five-Year Historical Line 15)	..... 11,524,871	
H. Would reporting the ACA assessment as of December 31, have triggered an RBC action level (YES/NO)?	No.....	
A. ACA fee assessment payable	\$4,080,480	
B. Assessment expected to impact RBC	%35	

23. Reinsurance

Effective January 1, 2015, the Company maintains (stop-loss) reinsurance for its Medicaid plan from an affiliated commercial insurance carrier (see Note 10). Under this agreement, the Company is reimbursed for covered services exceeding \$150,000 per member per year. The reinsurance coverage does not relieve the Company of its primary obligation to the plan members. Reinsurance premiums were \$4,092,120 and \$3,195,850 for the years ended December 31, 2015, and 2014, respectively, and are presented as reductions to premiums revenue in the accompanying statutory statements of revenues and expenses. Reinsurance (adjustments) recoveries were \$(1,345,592) and \$3,592,304 for the years ended December 31, 2015 and 2014, respectively.

 - A. Ceded Reinsurance Report – None
 - Section 1 – General Interrogatories: Not Applicable
 - Section 2 – Ceded Reinsurance Report – Part A: None
 - Section 3 – Ceded Reinsurance Report – Part B: None
 - B. Uncollectible Reinsurance – None
 - C. Commutation of Ceded Reinsurance – None
 - D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation – None
 - (1) Reporting Entity Ceding to Certified Reinsurer Whose Rating Was Downgraded or Status Subject to Revocation – None
 - (2) Reporting Entity’s Certified Reinsurer Rating Downgraded or Status Subject to Revocation – None
24. Retrospectively Rated Contracts & Contracts Subject to Redetermination
 - A. Accrued retrospective premium adjustments – None
 - B. Accrued retrospective premium as an adjustment to earned premium – None
 - C. The amount of net premium written that are subject to retrospective rating features – None
 - D. Medical loss ratio rebates required pursuant to the Public Health Service Act. – None
 - E. Risk - Sharing Provisions of the ACA – None
25. Change in Incurred Claims and Claim Adjustment Expenses

Reserves as of December 31, 2014 were \$30,532,933 for incurred claims and claim adjustment expenses. As of December 31, 2015, \$24,095,082 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$10,658 as a result of the re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been favorable prior year development of \$6,427,193 during 2015 for the year ended December 31, 2014. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims.
26. Intercompany Pooling Arrangements – None
27. Structured Settlements – None
28. Health Care Receivables
 - A. Pharmaceutical Rebate Receivables – As discussed in note 10, PerformRx provides PBM services to the Company. PerformRx maintains the contractual arrangements with the drug manufacturers for rebates that cover the Company’s membership. The Company receives those rebates collected by PerformRx relating to the Company’s membership on a quarterly basis pursuant to the agreement. In accordance with SSAP No. 84, *Certain Health Care Receivables and Receivables Under Government Insured Plans*, pharmacy rebates receivable of \$320,649 and \$102,215 at December 31, 2015 and 2014, respectively, were nonadmitted.

Quarter Ended	Estimated Pharmacy Rebates as Reported on Financial Statements	Pharmacy Rebates as Billed or Otherwise Confirmed	Actual Rebates Received Within 90 Days of Billing	Actual Rebates Received Within 91 to 180 Days of Billing	Actual Rebates Received More Than 180 Days After Billing
12/31/2015	\$ 507,166	\$ 539,905	-	-	-
9/30/2015	\$ 433,000	\$ 421,796	\$ 760	-	-
6/30/2015	\$ 375,000	\$ 395,481	\$ 603	\$ 389,032	-
3/31/2015	\$ 704,843	\$ 346,977	\$ -	\$ 293,444	\$ 39,114
12/31/2014	\$ 150,714	\$ 286,958	\$ 204,518	-	\$ 84,424
9/30/2014	\$ 131,010	\$ 218,098	\$ 142,951	\$ 61,868	\$ 9,190
6/30/2014	\$ 79,939	\$ 96,267	\$ 12,768	\$ 76,765	\$ 517
3/31/2014	\$ 63,696	\$ 67,870	\$ 1,922	\$ 60,664	\$ 929
12/31/2013	\$ 36,716	\$ 66,697	-	\$ 60,134	\$ 396
9/30/2013	\$ 33,730	\$ 49,906	-	\$ 10,935	\$ 814
6/30/2013	\$ 30,163	-	\$ 5,553	-	-
3/31/2013	\$ 20,569	-	\$ 7,848	-	-

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE BLUE CROSS COMPLETE OF MICHIGAN LLC

B. Risk Sharing Receivables

The Company estimates risk sharing receivables based on historical claims experience modified for current trends and benefits provided for in the risk sharing agreement. As of December 31, 2015, 2014 and 2013, the Company had risk sharing receivables of \$4,202,517.44, \$5,716,432 and \$2,172,913, respectively; that were offset by risk sharing payables of \$1,424,367.64, \$1,635,508 and \$403,236, respectively. The resulting net receivables are recorded in health care and other amounts receivable. Details of the balances for the most recent three years are summarized as follows:

Calander Year	Evaluation Period Year Ending	Risk Sharing Receivable as Estimated in the Prior Year	Risk Sharing Receivable as Estimated in the Current Year	Risk Sharing Receivable Billed	Risk Sharing Receivable Not Yet Billed	Actual Risk Sharing Amounts Received in Year Billed	Actual Risk Sharing Amounts Received First Year Subsequent	Actual Risk Sharing Amounts Received Second Year Subsequent	Actual Risk Sharing Amounts Received - All Other
2015	2015	\$ 5,716,432	\$ -	\$ 5,716,432	-	\$ -	\$ 5,716,432	-	-
	2016	XXX	\$ 2,778,150	XXX	\$ 2,778,150	XXX	XXX	XXX	XXX
2014	2014	2,172,913	-	2,172,913	-	-	2,172,913	-	-
	2015	XXX	\$ 5,716,432	XXX	\$ 5,716,432	XXX	XXX	XXX	XXX
2013	2013	\$ 2,195,842	-	\$ 2,195,842	-	-	\$ 2,195,842	-	-
	2014	XXX	\$ 2,172,913	XXX	\$ 2,172,913	XXX	XXX	XXX	XXX

29. Participating Policies – None

30. Premium Deficiency Reserves

A premium deficiency reserve was recorded during 2014 as the contracted premium rates from MDCH in effect through September 30, 2015 were determined to be insufficient to provide for estimated medical and administration expenses related to such period. The premium deficiency reserve of \$3,610 at December 31, 2014 was used to offset underwriting losses through September 30, 2015.

31. Anticipated Salvage and Subrogation – None

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?

Yes ☒ No ☐
- If yes, complete Schedule Y, Parts 1, 1A and 2.
- 1.2

If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations?

Yes ☒ No ☐ N/A ☐
- 1.3

State Regulating?

Michigan.....
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐ No ☒
- 2.2

If yes, date of change:

.....
- 3.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

.....12/31/2013
- 3.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

.....12/31/2013
- 3.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

.....06/15/2015
- 3.4

By what department or departments? Department of Insurance and Financial Services.....
- 3.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ☐ No ☐ N/A ☒
- 3.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☐ No ☐ N/A ☒
- 4.1

During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.11 sales of new business? Yes ☐ No ☒

4.12 renewals? Yes ☐ No ☒
- 4.2

During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.21 sales of new business? Yes ☐ No ☒

4.22 renewals? Yes ☐ No ☒
- 5.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☒ No ☐
- 5.2

If yes, provide the name of the entity, NAIC company code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile
Blue Cross Complete of Michigan.....	.....11557.....	.....MI.....
.....
.....
.....
.....

- 6.1

Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ☐ No ☒
- 6.2

If yes, give full information
- 7.1

Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity?

Yes ☐ No ☒
- 7.2

If yes,

7.21 State the percentage of foreign control

7.22 State the nationality(s) of the foreign person(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact).

1 Nationality	2 Type of Entity
.....
.....
.....
.....
.....

GENERAL INTERROGATORIES

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]

8.4 If response to 8.3 is yes, please provide the names and locations (city and state of the main office) of any affiliates regulated by a federal financial regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1	2	3	4	5	6
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
KPMG, 1601 Market Street, Philadelphia, PA 19103.....

10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? Yes [] No [X]

10.2 If the response to 10.1 is yes, provide information related to this exemption:

10.3 Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 18A of the Model Regulation, or substantially similar state law or regulation? Yes [] No [X]

10.4 If the response to 10.3 is yes, provide information related to this exemption:

10.5 Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws? Yes [] No [X] N/A []

10.6 If the response to 10.5 is no or n/a, please explain
The Board as a whole fulfills the functions of an audit committee.....

11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Xiaonan Zhang, AmeriHealth Caritas Health Plan, 200 Stevens Drive, Philadelphia PA 19113, VP of Actuarial Services, employee of the holding company system.....

12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [] No [X]

12.11 Name of real estate holding company

12.12 Number of parcels involved

12.13 Total book/adjusted carrying value \$.....

12.2 If yes, provide explanation

13. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:

13.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?

13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [] No []

13.3 Have there been any changes made to any of the trust indentures during the year? Yes [] No []

13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes [] No [] N/A []

14.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
Yes [X] No []

a. Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

b. Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;

c. Compliance with applicable governmental laws, rules and regulations;

d. The prompt internal reporting of violations to an appropriate person or persons identified in the code; and

e. Accountability for adherence to the code.

14.11 If the response to 14.1 is no, please explain:

14.2 Has the code of ethics for senior managers been amended? Yes [] No [X]

14.21 If the response to 14.2 is yes, provide information related to amendment(s)

14.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

14.31 If the response to 14.3 is yes, provide the nature of any waiver(s).

GENERAL INTERROGATORIES

- 15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List?
- Yes [] No [X]
- 15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

1	2	3	4
American Bankers Association (ABA) Routing Number	Issuing or Confirming Bank Name	Circumstances That Can Trigger the Letter of Credit	Amount
.....
.....
.....

BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof?
- Yes [X] No []
17. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof?
- Yes [X] No []
18. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person?
- Yes [X] No []

FINANCIAL

19. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)?
- Yes [] No [X]
- 20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.11 To directors or other officers \$.....
- 20.12 To stockholders not officers \$.....
- 20.13 Trustees, supreme or grand (Fraternal only) \$.....
- 20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.21 To directors or other officers \$.....
- 20.22 To stockholders not officers \$.....
- 20.23 Trustees, supreme or grand (Fraternal only) \$.....
- 21.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement?
- Yes [] No [X]
- 21.2 If yes, state the amount thereof at December 31 of the current year:
- 21.21 Rented from others \$.....
- 21.22 Borrowed from others \$.....
- 21.23 Leased from others \$.....
- 21.24 Other \$.....
- 22.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments?
- Yes [] No [X]
- 22.2 If answer is yes:
- 22.21 Amount paid as losses or risk adjustment \$.....
- 22.22 Amount paid as expenses \$.....0
- 22.23 Other amounts paid \$.....
- 23.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?
- Yes [X] No []
- 23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:
- \$.....677,699

INVESTMENT

- 24.01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.03)
- Yes [X] No []
- 24.02 If no, give full and complete information, relating thereto
- 24.03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 17 where this information is also provided)
- 24.04 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions?
- Yes [] No [] NA [X]
- 24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs.
- \$.....
- 24.06 If answer to 24.04 is no, report amount of collateral for other programs.
- \$.....
- 24.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract?
- Yes [] No [] NA [X]
- 24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%?
- Yes [] No [] NA [X]
- 24.09 Does the reporting entity or the reporting entity's securities lending agent utilize the Master Securities Lending Agreement (MSLA) to conduct securities lending?
- Yes [] No [] NA [X]
- 24.10 For the reporting entity's security lending program, state the amount of the following as of December 31 of the current year:
- 24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$.....
- 24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$.....
- 24.103 Total payable for securities lending reported on the liability page \$.....

GENERAL INTERROGATORIES

- 25.1

Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.03).

Yes [X] No []
- 25.2

If yes, state the amount thereof at December 31 of the current year:
- 25.21

Subject to repurchase agreements

\$.....
- 25.22

Subject to reverse repurchase agreements

\$.....
- 25.23

Subject to dollar repurchase agreements

\$.....
- 25.24

Subject to reverse dollar repurchase agreements

\$.....
- 25.25

Placed under option agreements

\$.....
- 25.26

Letter stock or securities restricted as to sale – excluding FHLB Capital Stock

\$.....
- 25.27

FHLB Capital Stock

\$.....
- 25.28

On deposit with states

\$.....1,000,000
- 25.29

On deposit with other regulatory bodies

\$.....
- 25.30

Pledged as collateral – excluding collateral pledged to an FHLB

\$.....
- 25.31

Pledged as collateral to FHLB – including assets backing funding agreements

\$.....
- 25.32

Other

\$.....0
- 25.3

For category (25.26) provide the following:

1 Nature of Restriction	2 Description	3 Amount
.....
.....
.....
.....
.....

- 26.1

Does the reporting entity have any hedging transactions reported on Schedule DB?

Yes [] No [X]
- 26.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? If no, attach a description with this statement.

Yes [] No [] N/A [X]
- 27.1

Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity?

Yes [] No [X]
- 27.2

If yes, state the amount thereof at December 31 of the current year.

\$.....
28.

Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity’s offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping agreements of the NAIC *Financial Condition Examiners Handbook*?

Yes [X] No []

28.01 For agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian’s Address
State Street Bank and Trust Company.....	801 Pennsylvania, Kansas City, MO 64105.....

28.02 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
.....
.....
.....

- 28.03

Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year?

Yes [] No [X]
- 28.04

If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
.....
.....
.....

GENERAL INTERROGATORIES

28.05 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository Number(s)	2 Name	3 Address

29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D - Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])?

Yes [] No [X]

29.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
29.2999 TOTAL		0

29.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds.....	2,488,117	2,488,117	0
30.2 Preferred Stocks.....	0		0
30.3 Totals	2,488,117	2,488,117	0

30.4 Describe the sources or methods utilized in determining the fair values:

For short-term investments, cost approximates fair value due to the short term nature of these investments.....

31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D?

Yes [] No [X]

31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source?

Yes [] No []

31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

32.1 Have all the filing requirements of the *Purposes and Procedures Manual of the NAIC Investment Analysis Office* been followed?

Yes [X] No []

32.2 If no, list exceptions:

GENERAL INTERROGATORIES

OTHER

- 33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? \$
- 33.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
.....	\$.....
.....	\$.....
.....	\$.....

- 34.1 Amount of payments for legal expenses, if any? \$
- 34.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid
.....	\$.....
.....	\$.....
.....	\$.....

- 35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? \$
- 35.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
.....	\$.....
.....	\$.....
.....	\$.....

GENERAL INTERROGATORIES
PART 2 - HEALTH INTERROGATORIES

1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force?

Yes [] No [X]

1.2 If yes, indicate premium earned on U. S. business only.

\$0

1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit?

\$

1.31 Reason for excluding

1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above

\$

1.5 Indicate total incurred claims on all Medicare Supplement insurance.

\$0

1.6 Individual policies:

Most current three years:

1.61 Total premium earned

\$0

1.62 Total incurred claims

\$0

1.63 Number of covered lives

.....0

All years prior to most current three years:

1.64 Total premium earned

\$0

1.65 Total incurred claims

\$0

1.66 Number of covered lives

.....0

1.7 Group policies:

Most current three years:

1.71 Total premium earned

\$0

1.72 Total incurred claims

\$0

1.73 Number of covered lives

.....0

All years prior to most current three years:

1.74 Total premium earned

\$0

1.75 Total incurred claims

\$0

1.76 Number of covered lives

.....0

2. Health Test:

		1		2
		Current Year		Prior Year
2.1	Premium Numerator	\$418,451,930	\$	.....257,216,525
2.2	Premium Denominator	\$418,451,930	\$	.....257,216,525
2.3	Premium Ratio (2.1/2.2)	.....1.000		.....1.000
2.4	Reserve Numerator	\$35,405,272	\$	.....32,758,028
2.5	Reserve Denominator	\$35,405,272	\$	.....32,758,028
2.6	Reserve Ratio (2.4/2.5)	.....1.000		.....1.000

3.1 Has the reporting entity received any endowment or gift from contracting hospitals, physicians, dentists, or others that is agreed will be returned when, as and if the earnings of the reporting entity permits?

Yes [] No [X]

3.2 If yes, give particulars:

4.1 Have copies of all agreements stating the period and nature of hospitals', physicians', and dentists' care offered to subscribers and dependents been filed with the appropriate regulatory agency?

Yes [X] No []

4.2 If not previously filed, furnish herewith a copy(ies) of such agreement(s). Do these agreements include additional benefits offered?

Yes [] No []

5.1 Does the reporting entity have stop-loss reinsurance?

Yes [X] No []

5.2 If no, explain:

5.3 Maximum retained risk (see instructions)

5.31 Comprehensive Medical

\$150,000

5.32 Medical Only

\$

5.33 Medicare Supplement

\$

5.34 Dental and Vision

\$

5.35 Other Limited Benefit Plan

\$

5.36 Other

\$

6. Describe arrangement which the reporting entity may have to protect subscribers and their dependents against the risk of insolvency including hold harmless provisions, conversion privileges with other carriers, agreements with providers to continue rendering services, and any other agreements:

All providers have executed hold-harmless agreements for continuation of services.

7.1 Does the reporting entity set up its claim liability for provider services on a service date basis?

Yes [X] No []

7.2 If no, give details

8. Provide the following information regarding participating providers:

8.1 Number of providers at start of reporting year

.....21,353

8.2 Number of providers at end of reporting year

.....23,855

9.1 Does the reporting entity have business subject to premium rate guarantees?

Yes [] No [X]

9.2 If yes, direct premium earned:

9.21 Business with rate guarantees between 15-36 months

.....

9.22 Business with rate guarantees over 36 months

.....

GENERAL INTERROGATORIES
PART 2 - HEALTH INTERROGATORIES

- 10.1 Does the reporting entity have Incentive Pool, Withhold or Bonus Arrangements in its provider contracts?

Yes [X] No []
- 10.2 If yes:

10.21 Maximum amount payable bonuses

\$.....1,700,001

10.22 Amount actually paid for year bonuses

\$.....1,969,246

10.23 Maximum amount payable withholds

\$.....

10.24 Amount actually paid for year withholds

\$.....
- 11.1 Is the reporting entity organized as:

11.12 A Medical Group/Staff Model,

Yes [] No [X]

11.13 An Individual Practice Association (IPA), or,

Yes [X] No []

11.14 A Mixed Model (combination of above) ?

Yes [] No [X]

Yes [X] No []
- 11.2 Is the reporting entity subject to Statutory Minimum Capital and Surplus Requirements?

Michigan.....
- 11.3 If yes, show the name of the state requiring such minimum capital and surplus.

\$.....16,804,855
- 11.4 If yes, show the amount required.

Yes [] No [X]
- 11.5 Is this amount included as part of a contingency reserve in stockholder's equity?

4% of HMO subscription revenue (Effective as of the June 1st merger date (note 3b)) - \$252,262,095 x 4% = \$16,804,855
- 11.6 If the amount is calculated, show the calculation
12. List service areas in which reporting entity is licensed to operate:

1
Name of Service Area
Livingston County.....
Washtenaw County.....
Wayne County.....

- 13.1 Do you act as a custodian for health savings accounts?

Yes [] No [X]
- 13.2 If yes, please provide the amount of custodial funds held as of the reporting date.

\$.....
- 13.3 Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 13.4 If yes, please provide the balance of the funds administered as of the reporting date.

\$.....
- 14.1 Are any of the captive affiliates reported on Schedule S, Part 3 as authorized reinsurers?

Yes [] No [N/A [X]
- 14.2 If the answer to 14.1 is yes, please provide the following:

1	2	3	4	Assets Supporting Reserve Credit		
				5	6	7
Company Name	NAIC Company Code	Domiciliary Jurisdiction	Reserve Credit	Letters of Credit	Trust Agreements	Other
.....	00000	.....	.....	.....	.....	.....

15. Provide the following for Individual ordinary life insurance* policies (U.S. business Only) for the current year:

15.1 Direct Premium Written (prior to reinsurance ceded)

\$.....

15.2 Total incurred claims

\$.....

15.3 Number of covered lives

.....

*Ordinary Life Insurance Includes
Term (whether full underwriting, limited underwriting, jet issue, "short form app")
Whole Life (whether full underwriting, limited underwriting, jet issue, "short form app")
Variable Life (with or without Secondary Guarantee)
Universal Life (with or without Secondary Guarantee)
Variable Universal Life (with or without Secondary Guarantee)

FIVE - YEAR HISTORICAL DATA

	1 2015	2 2014	3 2013	4 2012	5 2011
Balance Sheet (Pages 2 and 3)					
1. Total admitted assets (Page 2, Line 28)	115,451,571	89,224,770	38,186,093	13,082,439	8,445,096
2. Total liabilities (Page 3, Line 24)	77,595,702	58,534,243	25,376,809	8,235,019	3,821,867
3. Statutory minimum capital and surplus requirement	16,804,855	13,692,906	10,221,942	2,625,218	2,363,977
4. Total capital and surplus (Page 3, Line 33)	37,855,869	30,690,527	12,809,284	4,847,420	4,623,229
Income Statement (Page 4)					
5. Total revenues (Line 8)	418,451,930	259,251,547	123,207,095	65,905,318	59,443,655
6. Total medical and hospital expenses (Line 18)	358,739,852	228,594,620	117,824,776	59,949,435	52,195,125
7. Claims adjustment expenses (Line 20)	11,809,096	8,692,098	4,603,116	1,475,603	1,396,364
8. Total administrative expenses (Line 21)	53,119,268	35,220,278	6,833,694	4,352,604	5,579,019
9. Net underwriting gain (loss) (Line 24)	(1,606,286)	(13,893,604)	(9,026,336)	127,676	273,147
10. Net investment gain (loss) (Line 27)	447,705	191,017	29,531	42,703	(1,587)
11. Total other income (Lines 28 plus 29)	0	0	0	0	0
12. Net income or (loss) (Line 32)	(1,158,581)	(13,702,587)	(8,996,805)	170,379	271,560
Cash Flow (Page 6)					
13. Net cash from operations (Line 11).....	11,121,446	2,693,132	1,130,197	1,985,501	662,832
Risk-Based Capital Analysis					
14. Total adjusted capital.....	37,855,869	30,690,527	12,809,284	4,847,420	4,623,229
15. Authorized control level risk-based capital	11,524,871	6,846,453	3,407,314	1,585,945	1,292,706
Enrollment (Exhibit 1)					
16. Total members at end of period (Column 5, Line 7)	88,533	74,823	43,321	26,803	18,970
17. Total members months (Column 6, Line 7)	1,036,110	736,371	427,860	259,477	235,514
Operating Percentage (Page 4)					
(Item divided by Page 4, sum of Lines 2, 3, and 5) x 100.0					
18. Premiums earned plus risk revenue (Line 2 plus Lines 3 and 5)	100.0	100.0	100.0	100.0	100.0
19. Total hospital and medical plus other non-health (Lines 18 plus Line 19)	85.7	88.9	96.5	91.8	87.8
20. Cost containment expenses	1.2	2.1	2.2	1.1	1.1
21. Other claims adjustment expenses	1.6	1.3	1.6	1.2	1.2
22. Total underwriting deductions (Line 23)	100.4	106.2	108.3	100.7	99.5
23. Total underwriting gain (loss) (Line 24)	(0.4)	(5.4)	(7.4)	0.2	0.5
Unpaid Claims Analysis					
(U&I Exhibit, Part 2B)					
24. Total claims incurred for prior years (Line 13, Col. 5)	22,720,835	10,100,546	3,734,494	1,110,211	1,301,188
25. Estimated liability of unpaid claims – [prior year (Line 13, Col. 6)]	29,148,028	11,394,855	3,842,706	1,158,802	1,267,126
Investments In Parent, Subsidiaries and Affiliates					
26. Affiliated bonds (Sch. D Summary, Line 12, Col. 1)	0	0	0	0	0
27. Affiliated preferred stocks (Sch. D Summary, Line 18, Col. 1)	0	0	0	0	0
28. Affiliated common stocks (Sch. D Summary, Line 24, Col. 1)	0	0	0	0	0
29. Affiliated short-term investments (subtotal included in Sch. DA Verification, Col. 5, Line 10)	0	0	0	0	0
30. Affiliated mortgage loans on real estate	0	0	0	0	0
31. All other affiliated	0	738,051	571,282	500,906	419,368
32. Total of above Lines 26 to 31.....	0	738,051	571,282	500,906	419,368
33. Total investment in parent included in Lines 26 to 31 above	0	738,051	571,282	500,906	419,368

NOTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, Accounting Changes and Correction of Errors?.....Yes [X] No []

If no, please explain

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Allocated by States and Territories

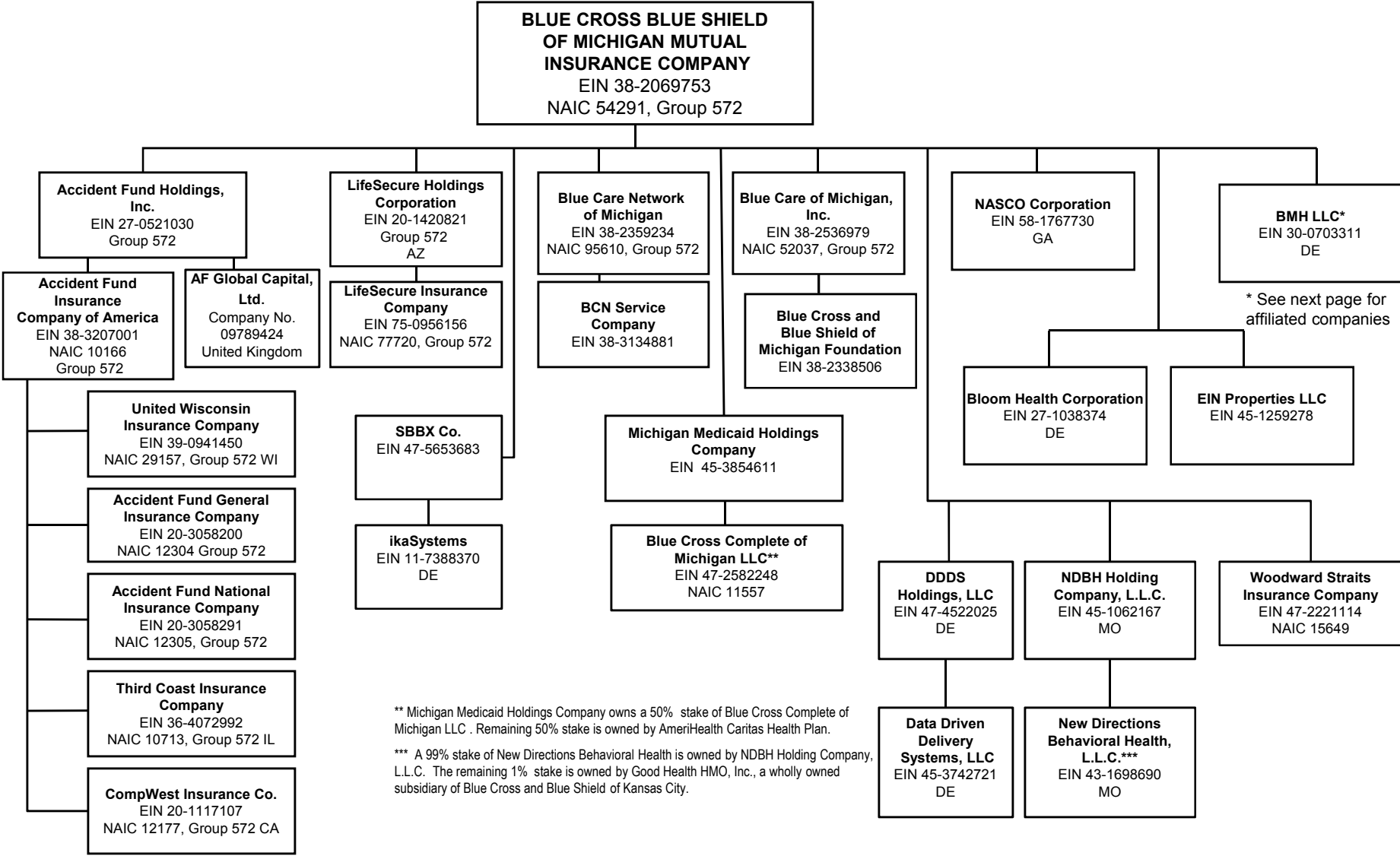
			1	Direct Business Only							
			2	3	4	5	6	7	8	9	
State, Etc.			Active Status	Accident & Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Plan Premiums	Life & Annuity Premiums & Other Consideration s	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts
1.	Alabama	AL	N							0	0
2.	Alaska	AK	N							0	0
3.	Arizona	AZ	N							0	0
4.	Arkansas	AR	N							0	0
5.	California	CA	N							0	0
6.	Colorado	CO	N							0	0
7.	Connecticut	CT	N							0	0
8.	Delaware	DE	N							0	0
9.	District of Columbia	DC	N							0	0
10.	Florida	FL	N							0	0
11.	Georgia	GA	N							0	0
12.	Hawaii	HI	N							0	0
13.	Idaho	ID	N							0	0
14.	Illinois	IL	N							0	0
15.	Indiana	IN	N							0	0
16.	Iowa	IA	N							0	0
17.	Kansas	KS	N							0	0
18.	Kentucky	KY	N							0	0
19.	Louisiana	LA	N							0	0
20.	Maine	ME	N							0	0
21.	Maryland	MD	N							0	0
22.	Massachusetts	MA	N							0	0
23.	Michigan	MI	L			422,544,050				422,544,050	0
24.	Minnesota	MN	N							0	0
25.	Mississippi	MS	N							0	0
26.	Missouri	MO	N							0	0
27.	Montana	MT	N							0	0
28.	Nebraska	NE	N							0	0
29.	Nevada	NV	N							0	0
30.	New Hampshire	NH	N							0	0
31.	New Jersey	NJ	N							0	0
32.	New Mexico	NM	N							0	0
33.	New York	NY	N							0	0
34.	North Carolina	NC	N							0	0
35.	North Dakota	ND	N							0	0
36.	Ohio	OH	N							0	0
37.	Oklahoma	OK	N							0	0
38.	Oregon	OR	N							0	0
39.	Pennsylvania	PA	N							0	0
40.	Rhode Island	RI	N							0	0
41.	South Carolina	SC	N							0	0
42.	South Dakota	SD	N							0	0
43.	Tennessee	TN	N							0	0
44.	Texas	TX	N							0	0
45.	Utah	UT	N							0	0
46.	Vermont	VT	N							0	0
47.	Virginia	VA	N							0	0
48.	Washington	WA	N							0	0
49.	West Virginia	WV	N							0	0
50.	Wisconsin	WI	N							0	0
51.	Wyoming	WY	N							0	0
52.	American Samoa	AS	N							0	0
53.	Guam	GU	N							0	0
54.	Puerto Rico	PR	N							0	0
55.	U.S. Virgin Islands	VI	N							0	0
56.	Northern Mariana Islands	MP	N							0	0
57.	Canada	CAN	N							0	0
58.	Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59.	Subtotal.....		XXX	0	0	422,544,050	0	0	0	422,544,050	0
60.	Reporting entity contributions for Employee Benefit Plans.....		XXX							0	
61.	Total (Direct Business)	(a)	1	0	0	422,544,050	0	0	0	422,544,050	0
DETAILS OF WRITE-INS											
58001.			XXX								
58002.			XXX								
58003.			XXX								
58998.	Summary of remaining write-ins for Line 58 from overflow page.....		XXX	0	0	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)		XXX	0	0	0	0	0	0	0	

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

Explanation of basis of allocation by states, premiums by state, etc. The Company has business in the state of Michigan only.

(a) Insert the number of L responses except for Canada and other Alien.

STATEMENT AS OF DECEMBER 31, 2015 OF THE Blue Cross Complete of Michigan LLC
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIIES OF INSURER OF A HOLDING COMPANY GROUP
PART 1 – ORGANIZATION CHART

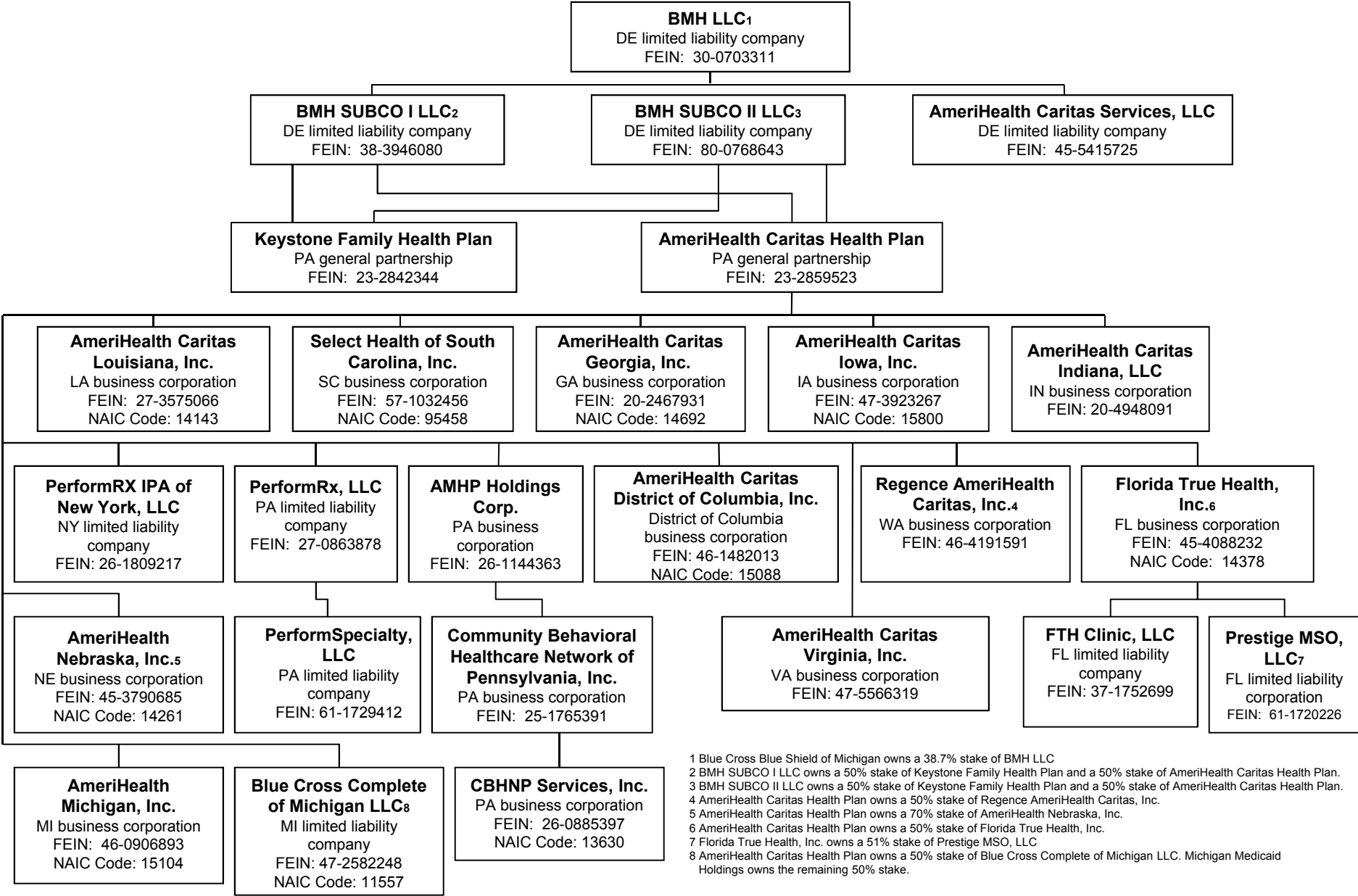


** Michigan Medicaid Holdings Company owns a 50% stake of Blue Cross Complete of Michigan LLC . Remaining 50% stake is owned by AmeriHealth Caritas Health Plan.

*** A 99% stake of New Directions Behavioral Health is owned by NDBH Holding Company, L.L.C. The remaining 1% stake is owned by Good Health HMO, Inc., a wholly owned subsidiary of Blue Cross and Blue Shield of Kansas City.

All entities that do not reflect a particular state name or abbreviation are domiciled in Michigan.

STATEMENT AS OF DECEMBER 31, 2015 OF THE Blue Cross Complete of Michigan LLC
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIIES OF INSURER OF A HOLDING COMPANY GROUP
PART 1 – ORGANIZATION CHART



All entities that do not reflect a particular state name or abbreviation are domiciled in Michigan.

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